

Business Telecom, LLC
d/b/a EarthLink Business IV
1170 Peachtree Street NE, Suite 900
Atlanta, GA 30309
Issued By: Vice President, Tax

Kentucky Tariff No. 7
Original Title Page

Issued: January 9, 2015

Effective: January 10, 2015

INTEREXCHANGE TELECOMMUNICATIONS TARIFF

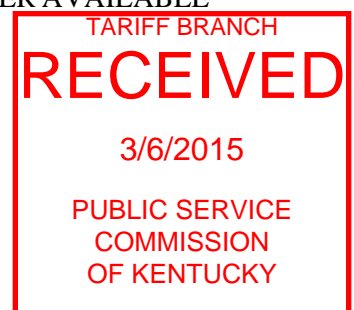
*This tariff, Kentucky Tariff No. 7,
issued by Business Telecom, LLC d/b/a EarthLink Business IV
replaces in its entirety
Kentucky Tariff No. 4
issued by Business Telecom, Inc. d/b/a EarthLink Business IV*

TITLE SHEET

RESALE TELECOMMUNICATIONS TARIFF

This tariff contains the descriptions, regulations, and rates applicable to the furnishing of service and facilities for long distance direct-dialed and operator-assisted resale telecommunications services provided by Business Telecom, LLC d/b/a EarthLink Business IV. This tariff is on file with the Kentucky Public Service Commission, and copies may be inspected, during normal business hours, at the Company's principal place of business.

[AS OF OCTOBER 28, 2009, ALL PRODUCTS AND SERVICES CONTAINED IN THIS TARIFF ARE RESERVED FOR CURRENTLY SUBSCRIBED CUSTOMERS AND ARE NO LONGER AVAILABLE TO NEW CUSTOMERS.]



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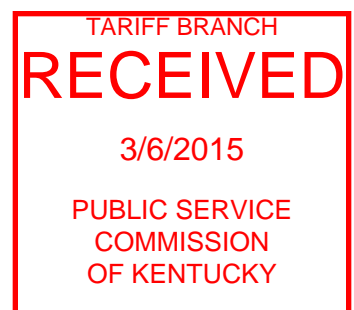
INTEREXCHANGE TELECOMMUNICATIONS TARIFF

CHECK SHEET

Sheets of this tariff as indicated below are effective as of the date shown at the bottom of the respective sheet(s). Original and revised sheets as named below comprise all changes from the original tariff and are currently in effect as of the date on the bottom of this sheet.

Page	Revision		Page	Revision		Page	Revision	
Title	Original	*	26	Original	*	51	Original	*
1	Original	*	27	Original	*	52	Original	*
2	Original	*	28	Original	*	53	Original	*
3	Original	*	29	Original	*	54	Original	*
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* - indicates those pages included with this filing



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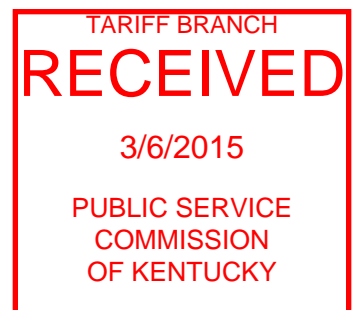
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CHECK SHEET (CONT'D.)

Page	Revision		Page	Revision		Page	Revision	
76	Original	*	99	Original	*	121	Original	*
77	Original	*	100	Original	*	122	Original	*
78	Original	*	101	Original	*	123	Original	*
79	Original	*	102	Original	*	124	Original	*
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96	Original	*	119	Original	*	141	Original	*
97	Original	*	120	Original	*	142	Original	*
98	Original	*						

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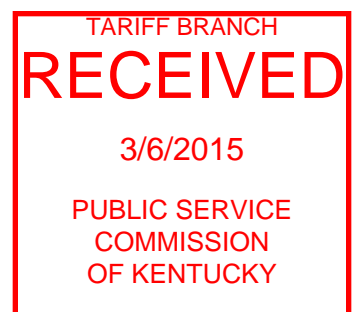
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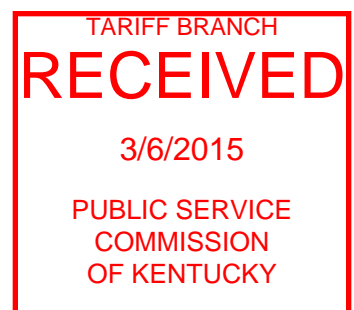
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SYMBOLS

The following are the only symbols used for the purposes indicated below:

- (D) - Delete or Discontinue
- (I) - Change Resulting In An Increase to A Customer's Bill
- (M) - Moved From Another Tariff Location
- (N) - New
- (R) - Change Resulting In A Reduction to A Customer's Bill
- (T) - Change In Text or Regulation But No Change In Rate or Charge



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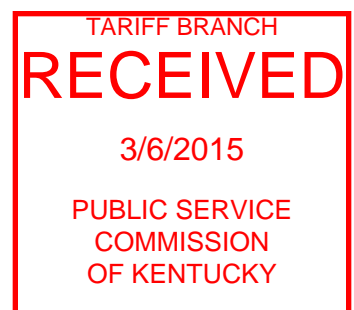
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TARIFF FORMAT

- A. Page Numbering - Page numbers appear in the upper right corner of the page. Pages are numbered sequentially. However, new pages are occasionally added to the tariff. When a new page is added between pages already in effect, a decimal is added. For example, a new page added between pages 14 and 15 would be 14.1.
- B. Page Revision Numbers - Revision numbers also appear in upper right corner of each page. These numbers are used to determine the most current page version on file. For example, the 4th Revised Page 14 cancels the 3rd Revised Page 14. Consult the Check Sheet for the page currently in effect.
- C. Check Sheets - When a tariff filing is made with the K.P.S.C., an updated check sheet accompanies the tariff filing. The check sheet lists the pages contained in the tariff, with a cross reference to the current revision number. When new pages are added, the check sheet is changed to reflect the revision. All revisions made in a given filing are designated by an asterisk (*).



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SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS

Access Number - This is the telephone number which a Customer uses to access Company's computer in order to be connected to Company's system.

Association Discount - An additional discount provided to a trade association representing business entities or individuals within an industry, professional or business classification, or a commercial organization with affiliated franchises, independent agents, distributors, or multiple commercial representatives or a buying group not organized solely for the purposes of qualifying for the discounts provided for herein to commercial associations.

Authorized User - A person, firm, corporation or other legal entity which is authorized by the Customer to utilize or be connected to the service of the Customer. An authorized user is other than an employee, officer or director of Customer if Customer is a company, and other than a family member of person residing with Customer if customer is a residential user. Customer is responsible for all charges incurred by Authorized Users.

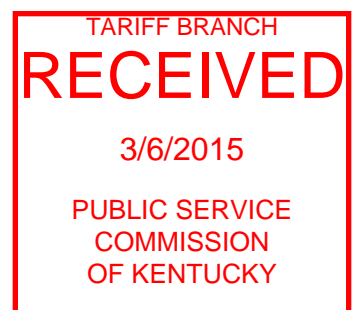
Commission – Refers to the Kentucky Public Service Commission

Company or Carrier - Refers to Business Telecom, LLC d/b/a EarthLink Business IV.

Customer - The natural person or legal entity which orders Service and is responsible for the payment of charges accruing as a result of using the Service. Customers are divided into commercial and residential classes, but only for accounting purposes.

Customer Identification Number - A numerical code which is assigned to each Customer to enable the Customer to access Company's Service. A Customer with several Authorized Users may have several different numerical codes. Customer Identification Numbers are used by the Company both to prevent unauthorized access to the Service and to identify Customers for billing purposes.

EarthLink Business - Refers to Business Telecom, LLC d/b/a EarthLink Business IV.



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SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS (CONT'D.)

Facilities - Company's Facilities consist of facilities which Company leases and for which Company renders a bill for payment to its Customers, whether or not such Facilities are actually owned by Company. Company's Facilities also include the computerized switching equipment which is used by Company to connect Customer's call to a facility provided by an underlying facilities-based long distance carrier over whose circuits the Customer's call is routed.

InterLATA - Calls which originate and terminate between points in Local Access Transport Areas (LATAs). LATAs are regional telephone service areas that are defined pursuant to the 1982 Consent Decree between the United States Department of Justice and American Telephone and Telegraph Company and participating carriers.

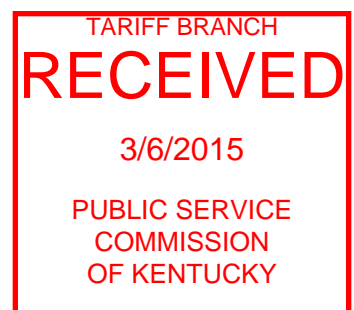
IntraLATA - Calls which originate and terminate within the same LATA.

Intrastate - Calls which both originate and terminate at any two points in Kentucky. Intrastate calls can be InterLATA or IntraLATA.

Itemized Billing - A billing report which indicates the telephone number to which calls are made and the duration of each call.

K.P.S.C. - Refers to Kentucky Public Service Commission.

Management Report - A billing report which assists management in monitoring calls made by Authorized Users by listing calls by Customer Identification Numbers and Project Codes.



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SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS (CONT'D.)

Mileage - In calculating rates based on mileage, the measurement of distance is the air miles between the offices of the local telephone companies which originate and terminate the calls.

Operator Assisted Calls - Calls requiring assistance for completion, usually by dialing 0+(area code)+(exchange)+(line number), i.e. "0+"; or by dialing "0", with all subsequent dialing being performed by Operator Services, i.e. "0-". The following are examples of calls normally placed in this manner:

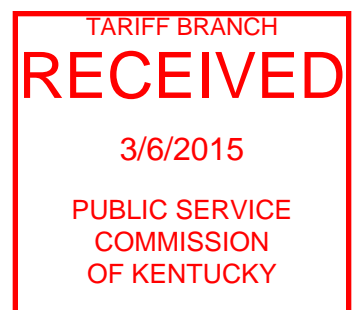
Calling Card Calls - Calls for which charges are billed to a telephone calling card issued either by a local exchange or long distance telephone company for this purpose.

Collect Calls - Calls for which charges are billed to the destination or termination telephone number.

Credit Card Calls - Calls for which charges are billed to a credit card, such as VISA, Mastercard, or American Express.

Person-to-Person Calls - Calls which are placed under the stipulation that the caller will speak only to a specific called party.

Room Charge Calls - Calls for which charges are collected by the Subscriber, normally a hotel or motel, from the guest or occupant of the room from which the call originated. Calls of this type require that Carrier communicate the call detail and charges back to the originating Subscriber location following completion of the call.



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SECTION 1 - TECHNICAL TERMS AND ABBREVIATIONS (CONT'D.)

Third Party Calls - Calls for which charges are billed to a third party telephone number which is neither the originating nor the terminating telephone number.

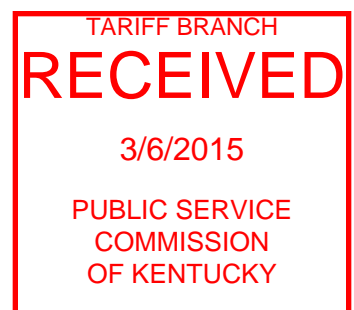
Operator Services - The operators, activities, equipment or services necessary to process Operator Assisted Calls.

Operator Service Charge - A non-measured (fixed) charge which is added to a measured charge in calculating the total tariff charges due for a completed Operator Assisted Call.

Project Codes - A numeric sequence which is dialed after the Customer Identification Number which is used by Customer to identify to which project or client a call should be billed.

Special Service - Labor and expenditures required by Customer to provide service outside the scope of normal services. This class of service includes without limitation services whereby Company is required to incur unusual costs for engineering, purchases, labor or other related costs to provide the Customer-requested service.

Speed Numbers - Telephone numbers stored in Company's switch allow Customer, after accessing the switch, to push a limited number of buttons on its phone and have the switch dial the requested stored phone number, eliminating extra digit dialing for Customer.



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SECTION 2 - RULES AND REGULATIONS

2.1 Undertaking of the Company

This tariff contains the regulations and charges applicable to direct-dialed and operator-assisted intrastate resale common carrier communications services provided by EarthLink Business between points within the state of Kentucky. Operator-assisted services are furnished subject to the availability of facilities and subject to the terms and conditions of this tariff.

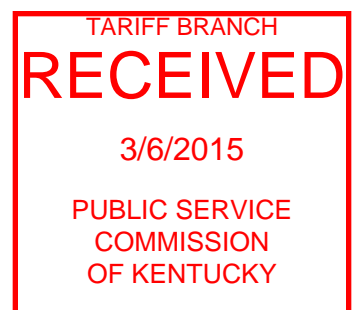
EarthLink Business installs, operates, and maintains the communication services provided hereinunder in accordance with the terms and conditions set forth under this Tariff. It may act as the Customer's agent for ordering access connection facilities provided by the local exchange company when authorized by the Customer, to allow connection of a Customer's location to the EarthLink Business network. The Customer shall be responsible for all charges due for such service arrangement.

The Company's services are provided on a monthly basis unless ordered on a longer term basis, and are available twenty-four hours per day, seven days per week.

2.2 Use of Service

2.2.1 The Services may be used for any lawful purpose consistent with the transmission and switching parameters and rules of the facilities utilized in the provision of Service. The Customer shall not make use of the Services or underlying network:

- A. in any way which might reasonably be expected to frighten, abuse, torment, or harass another;
- B. for any purpose in violation of the law;
- C. in such a manner as to unreasonably interfere with the use of the Service by any of the Company's customers; and/or



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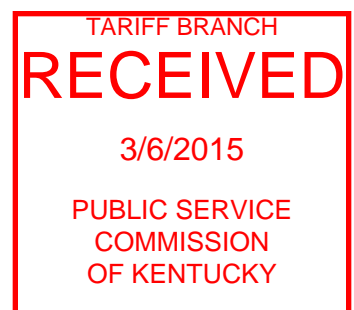
2.2 Use of Service (Cont'd.)

2.2.1 (Cont'd.)

- D. to transmit any material which, in the Company's sole discretion
1. violates any U.S. or state regulation, including material which infringes another's intellectual property rights,
 2. is threatening or obscene, libelous, defamatory or violates any right of privacy of another,
 3. is discriminatory or otherwise offensive.

2.3 Facilities Used in Provision of Service

- 2.3.1 The Service is subject to the availability of suitable facilities.
- 2.3.2 The Customer must obtain an adequate number of access lines for toll free Service to meet expected demand.
- 2.3.3 The Customer shall provide for the proper installation, operation and maintenance of the Customer's equipment used in connection with the Service and shall ensure that such equipment is technically and operationally compatible with the Service and in compliance with all FCC rules and regulations.
- 2.3.4 The Company may substitute, change or rearrange any equipment, facility or system used in providing Service at any time.
- 2.3.5 The Company will deliver the Service(s) to the Customer to the physical address set forth on an order for the Service(s) and terminate such Service(s) at the recognized point of demarcation. The point of demarcation shall be the point where the Company's facilities end and the Customer's premises wiring begins. The Company is not responsible for the Customer's premises wiring beyond the point of demarcation.



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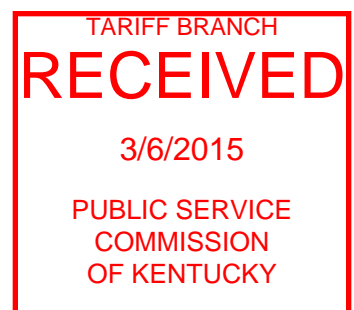
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SECTION 2 - RULES AND REGULATIONS (CONT'D.)

2.4 Unauthorized Use

- 2.4.1 The Customer is liable for all unauthorized and/or fraudulent use of Service by Users and the Company retains the right to analyze any and all information at its disposal, including credit surveys, call detail records and any other information to confirm unauthorized use.
- 2.4.2 The Customer shall pay for unauthorized or fraudulent use of service at the Company's highest usage charges applied to network usage and attempted network usage, whether or not a terminating connection was achieved, plus all costs incurred by the Company to detect, discover, observe, investigate, analyze, examine and locate the party responsible for unauthorized or fraudulent use.
- 2.4.3 EarthLink Business reserves the right to temporarily suspend the use of particular Authorization Codes, or to suspend service to specific locations, when it has a good faith reason to suspect fraudulent use of its facilities.



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SECTION 2 - RULES AND REGULATIONS (CONT'D.)

2.5 Limitations

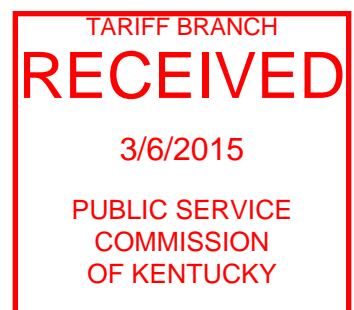
2.5.1 Service is offered subject to the provisions of this tariff.

2.5.2 The Company's liability hereunder shall be limited to credit allowances for service outages as set forth in 2.10.4 of this tariff. In no event shall the Company be liable to customer or any third party for any consequential, indirect, special, incidental, punitive or similar damages, including without limitation, any loss of profit or revenue arising from or related in any manner to service outages whether or not the Company is aware of the possibility of such damages.

2.5.3 Except as set forth in this Tariff, the Company makes no other, and expressly disclaims all, warranties or representations, either express or implied, concerning the service or any content received via the service and expressly disclaims warranties of fitness for a particular use or purpose, the warranty of merchantability and any other warranty implied by law.

2.5.4 The foregoing limitations shall include, but are not limited to:

- A. availability or performance of any systems or related facilities under the control of or provided by other entities, even if the Company acted as agent in arranging such facilities or service;
- B. content of information passing through its network, including the accuracy or quality of such information;
- C. unlawful or unauthorized use of the Company's facilities or Service;



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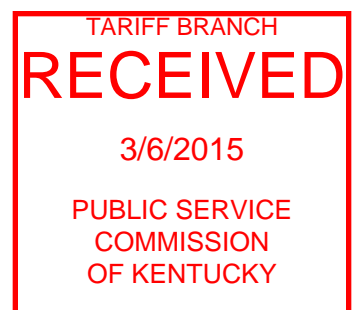
SECTION 2 - RULES AND REGULATIONS (CONT'D.)

2.5 Limitations (Cont'd.)

2.5.4 (Cont'd.)

- D. breach of the privacy or security of communications transmitted over the Company's facilities;
- E. changes in any of the facilities, operations or procedures of the Customer that render any equipment, facilities or service provided by the Company obsolete or require modification or alteration of such equipment, facilities or service or otherwise affect its use or performance;
- F. any intentional, wrongful act of a the Company employee when such act is not within the scope of the employee's responsibilities for the Company and/or is not authorized by the Company.
- G. any representations made by the Company employees that do not comport or are inconsistent with the provisions herein;
- H. any non completion of calls due to network busy conditions; and
- I. any calls not actually attempted to be completed during any period that Service is unavailable.

The Company's entire liability for any claims, loss, damages or expenses from any cause whatsoever shall not exceed the sums actually paid to the Company by the Customer for the Service giving rise to the claim.



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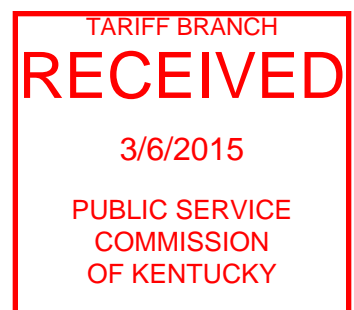
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SECTION 2 - RULES AND REGULATIONS (CONT'D.)

2.6 Indemnification

Claims against the Company, its directors, officers, employees, representatives and agents who will be held harmless from any and all claims, demands, activities, suits, actions, losses, costs, damages, liabilities, expenses (including court costs, expenses and attorneys' fees) ("Claims") incurred by the Company that arise from or incident to any act, negligence or omission on the part of the Customer with respect to the Customer's duties hereunder or any conduct of the Customer or employee or representative of the Customer outside the scope of the Customer's Agreement with the Company and/or this Tariff. The Company shall be indemnified and held harmless by the Customer as a result of:

- 2.6.1 Claims for slander, defamation, invasion of privacy; infringement of copyright or patent; unauthorized use of any trademark, tradename, or service mark; unfair competition; interference with contract, proprietary or creative right; or any other injury to any person, property or entity arising from the material, data, information or content revealed to, or transmitted, processed, handled, or used by, Company under this Tariff.
- 2.6.2 Claims for damage to an Authorized User's or third party's premises resulting from furnishing service by Company when the damage is not a result of the negligent or willful acts of Company.
- 2.6.3 Claims resulting from an act or omission of Customer or Authorized Users.



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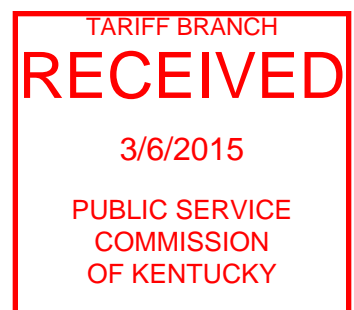
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SECTION 2 - RULES AND REGULATIONS (CONT'D.)

2.7 Payment Arrangements

2.7.1 Payment for Service

- A. The requirements listed below apply to all Customers of the Company. See Section 2.7.3 for special payment arrangements applicable to Residential and Student Customers.
- B. The Customer is responsible for payment of all Services and facilities, including, calls or Service originated at the Customer's number(s), originated by use of calling cards or the Company assigned special billing numbers, and for all installation charges, special charges and surcharges, recurring monthly fees assessed by authorized regulatory agencies or third parties from whom the Company obtains facilities to provide the Services, and all excise, sales, use or similar taxes imposed by any local, state or federal government, including assessments for government-initiated social objectives.
- C. The Customer shall not attempt to avoid payment by fraudulent means or devices, schemes, false or invalid numbers, or false calling or credit cards, including, but not limited to, rearranging, tampering with, or making connections not authorized by the Company to any Service or component used to furnish Service, or using Toll Free Service with the intent of gaining access to a the Customer's outbound calling capabilities on an unauthorized basis.
- D. The Customer shall render payment in the amount of and on or before the date stated on the invoice.
- E. The Company's sole liability with respect to the Customer's overpayment, for whatever reason, is limited to a credit in the amount of the overpayment.



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2.7 Payment Arrangements (Cont'd.)

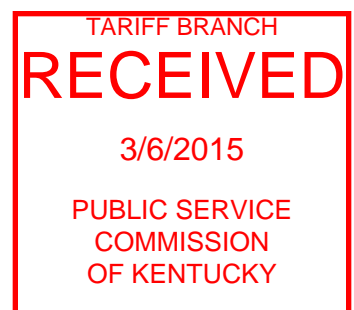
2.7.1 Payment for Service (Cont'd.)

- F. If the Customer pays via bank draft or credit card draft, the Customer's account will be drafted within 14 days after the conclusion of the billing cycle for the full amount due. In order to cancel a bank draft or credit card draft written notification must be received by the Company at least ten (10) business days prior to the conclusion of the Customer's current billing cycle. Upon receipt of notice to cancel a bank draft or credit card draft, the Customer permits the Company to make all credit inquiries necessary to make a determination regarding the extension of credit terms to the Customer and the Company reserves its right to require security deposits pursuant to Section 2.8.

2.7.2 Billing and Collection of Charges

The Customer is responsible for payment of all charges incurred by the Customer or other users for services and facilities furnished to the Customer by the Company.

- A. When billing is based upon Customer usage, usage charges will be billed monthly for the preceding billing period.
- B. When service does not begin on the first day of the month, or end on the last day of the month, the charge for the fraction of the month in which service was furnished will be calculated on a pro rata basis. For this purpose, every month is considered to have thirty (30) days.
- C. The Customer must notify the Company of any disputed items on an invoice within sixty (60) days of the date of the invoice. If the Customer does not provide written notice to the Company of a dispute with respect to the amounts invoiced within sixty (60) days of the date of the invoice, the invoice shall be deemed correct and binding on the Customer for all purposes.



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SECTION 2 - RULES AND REGULATIONS (CONT'D.)

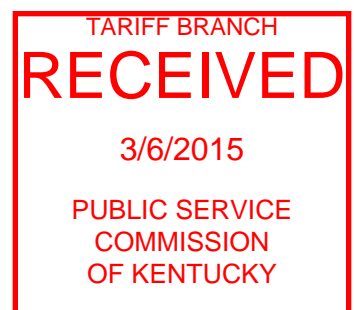
2.7 Payment Arrangements (Cont'd.)

2.7.2 Billing and Collection of Charges (Cont'd.)

- D. If the Customer and the Company are unable to resolve the dispute to their mutual satisfaction, the Customer may file a complaint with the Kentucky Public Service Commission in accordance with the Commission's rules of procedure. The address of the Commission is as follows:

Kentucky Public Service Commission
211 Sower Boulevard
Frankfort, Kentucky 40602-0615

- E. Billing of the Customer by the Company will begin on the Service Commencement Date, which is the day on which the Company notifies the Customer that the service or facility is available for use, except that the Service Commencement Date may be postponed by mutual agreement of the parties, or if the service or facility does not conform to standards set forth in this tariff or the Service Order. Billing accrues through and includes the day that the service, circuit, arrangement or component is discontinued.
- F. If any portion of the payment is not received by the Company within 30 days of receipt of the bill, or if any portion of the payment is received by the Company in funds that are not immediately available upon presentment, then a late payment charge of 1.0% per month for residential Customers and 1.5% per month for business Customers shall be due to the Company. A late payment charge is not applicable to subsequent rebilling of any amount to which a late payment charge has already been applied. Late payment charges are to be applied without discrimination.
- G. Duplicate Bills
- A Duplicate Bill Charge will be applied upon a Customer's request for a duplicate copy of the telephone bill. The Company will assess this charge based on an individual case basis (ICB). Requests for duplicate bills can be made either verbally or in writing.



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SECTION 2 - RULES AND REGULATIONS (CONT'D.)

2.7 Payment Arrangements (Cont'd.)

2.7.3 Special Billing Arrangements for Residential and Student Customers

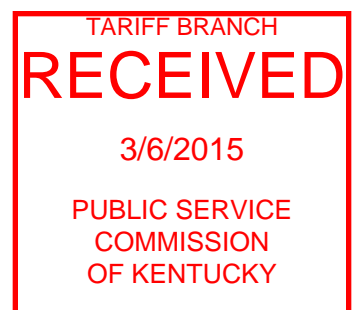
Residential Customers shall render payment by using one of EarthLink Business's Preferred Payment Methods. Customers that do not utilize a Preferred Payment Method shall bear a monthly processing fee at the lesser of \$5.00 or the maximum rate permitted by law. Students shall render payment by using one of EarthLink Business's Required Payment Methods below:

A. Preferred Payment Methods for Residential Accounts:

1. Automatic Bank Draft – Payment on account is automatically charged to Customer's chosen bank account on or before Day 24 after the date of the invoice.
2. Automatic Credit Card Payment – Payment on account is automatically charged to Customer's chosen credit card on or before Day 24 after the date of invoice.
3. Electronic Payment – Payment on account is made by the Customer through the EarthLink Business Electronic Payment System on or before Day 24 after the date of the invoice.

B. Required Payment Methods for Student Accounts:

1. Automatic Bank Draft – Payment on account is automatically charged to Customer's chosen bank account on or before Day 24 after the date of invoice.
2. Automatic Credit Card Payment – Payment on account is automatically charged to Customer's chosen credit card on or before Day 24 after the date



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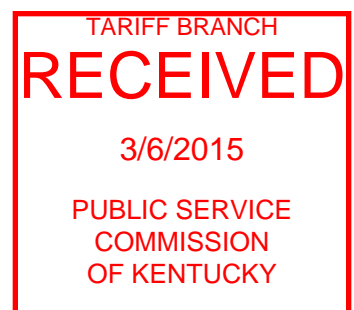
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SECTION 2 - RULES AND REGULATIONS (CONT'D.)

2.8 Deposits/Advance Payments

- 2.8.1 Customers unable to establish or maintain their credit worthiness will be required to furnish a deposit or advance payment in an amount up to the maximum allowed by law for Service.
- 2.8.2 The Company reserves the right to periodically review the Customer's credit worthiness and credit terms.
- 2.8.3 The Company also reserves the right to change credit terms and conditions based on the Customer's payment history and credit worthiness.
- 2.8.4 If no maximum deposit has been established by law, the Customer will be required to furnish a deposit or advance payment in an amount based upon two (2) month's estimated usage.
- 2.8.5 The Company will pay interest on such deposit or advance payment at the rate established by the Commission.
- 2.8.6 The establishment of credit shall be governed by 807 KAR 5:006§7.



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2.9 Service Changes

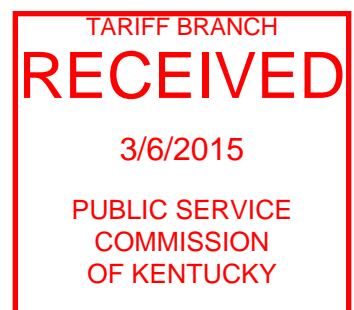
If the Customer requests to move the location to which the Company provides Service and/or requests changes to an existing Service provided by the Company, the Company will provide Service to the new location and/or accommodate the change in Service to the extent it is technically and economically feasible to do so, as determined in the sole discretion of the Company. To request a move of Service from an existing location to a new location, Customer must contact the Company's Customer Care at least 45 days prior to the move. In the event of a move of the location to which the Company provides Service, one or more of the following charges may apply:

2.9.1 Move Fee as delineated in Section 4.7;

2.9.2 any out of pocket costs incurred by the Company as a result of the termination of the Services(s) either as a result of a move or a change; and/or

2.9.3 any increase in rates allowed by applicable law.

In addition, the Company may require the Customer to sign a new Term Plan Agreement for Service in the new location.



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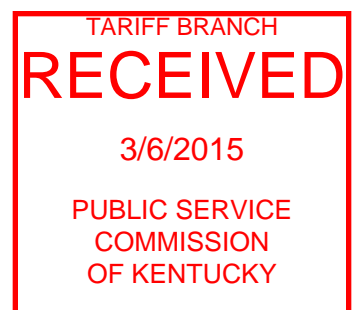
2.10 Interruption of Service

- 2.10.1 The Customer shall notify the Company immediately in the event of any interruption in Service and shall assist the Company in restoring the Service. The Customer shall notify the Company immediately of its desire to receive a credit allowance for such interruption.
- 2.10.2 No credit shall be allowed for interruptions that result from the Customer's fault or the Company's testing or regularly scheduled maintenance or for any reason that constitutes Force Majeure as defined in Section 2.15.
- 2.10.3 For purposes of credit computation, every month shall be considered to have 720 hours.
- 2.10.4 No credit shall be allowed for an interruption of a continuous duration of less than two (2) hours.
- 2.10.5 The Customer shall be credited for an interruption of two (2) hours or more at the rate of $1/720^{\text{th}}$ of the monthly charge for the facilities affected for each hour that the interruption continues.
- 2.10.6 This credit applies only to monthly recurring charges and does not affect any charges based upon the Customer's actual usage of the Service(s). This credit applies against future service only and shall not reduce the amount of any outstanding balance. All limitations of liability shall apply to the total of all credits issued.

$$\text{Credit} = \frac{A}{720} \times B$$

"A" = Outage time in hours.

"B" = Total monthly fixed, non-usage sensitive charge for affected facility.



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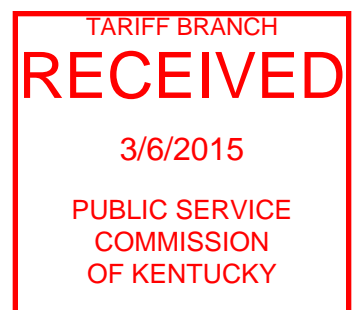
2.11 Term Plan Agreements

The initial term of the Term Plan Agreement shall be set forth on such Term Plan Agreement. Upon expiration of the Initial Term, the Term Plan Agreement shall automatically renew on the same terms and conditions (including, without limitation, the rates) for successive one (1) year terms unless either party notifies the other of its intention to terminate the Term Plan Agreement at the end of the initial term or renewal term, as the case may be, which such notice shall be in writing and provided to the other party at least sixty (60) days prior to the expiration of the initial term or the renewal term, as the case may be. In the event of such notice, the Term Plan Agreement shall terminate upon the expiration of the initial term or renewal term, as the case may be. The notice must be in the form of a letter, facsimile or e-mail. The Customer shall notify the Company in writing if the Customer contact person is changed. The Company reserves the right to reject any Customer termination request received from any person other than the designated Customer contact person.

2.12 Refusal of Service

2.12.2 The following may not constitute cause for refusal of service to a present or prospective customer:

- A. failure of a prior customer to pay for service at the premises to be serviced;
- B. failure to pay for a different class of service for a different entity;
- C. failure to pay directory advertising charges.



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SECTION 2 - RULES AND REGULATIONS (CONT'D.)

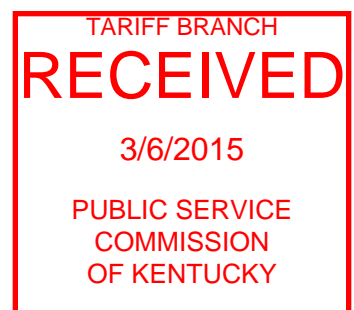
2.13 Cancellation of Service

2.13.1 If the Customer cancels or terminates an order prior to the installation of Services, the Company shall invoice the Customer and the Customer shall pay to the Company the following: (i) all standard installation charges; and (ii) all costs incurred by the Company in connection with such order, including, without limitation, installation and other costs incurred with third parties with respect to such cancelled Service and labor costs for work performed by the Company employees with respect to such order.

2.13.2 Cancellation by the Customer without Cause

The Customer's rates and discounts, if any, are provided to the Customer in exchange for the Customer's commitment to obtain the Services for the agreed upon term of the Term Plan Agreement. If the Customer terminates all or any part of the Services obtained under the Term Plan Agreement prior to the expiration of the Initial Term or any Renewal Term then in effect for any reason other than Cause (as set forth in the following 2.13.3 below, then, in addition to payment for all Services rendered through the effective termination date, the Customer shall be liable to the Company for liquidated damages, and not as a penalty, an amount equal to the sum of all of the following that apply to the Service(s) terminated by the Customer;

- A. if the Service terminated is switched long distance, a charge equal to the greater of the following:
1. 100% of the minimum monthly usage commitment, if any, multiplied by the number of months remaining in the Initial Term or the Renewal Term then in effect; or
 2. the average of the highest three (3) months billed usage since the beginning of the Term Plan Agreement multiplied by the number of months remaining in the Initial Term or the Renewal Term then in effect.



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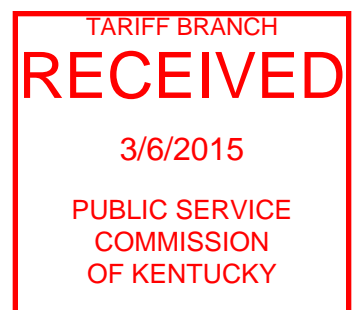
SECTION 2 - RULES AND REGULATIONS (CONT'D.)

2.13 Cancellation of Service (Cont'd.)

2.13.2 Cancellation by the Customer without Cause (Cont'd.)

- B. for each other Service that is terminated, a charge equal to the greater of the following:
 - 1. 100% of the sum of the minimum monthly usage commitment, if any, and any monthly recurring charge applicable to the Service terminated, multiplied by the number of months remaining in the Initial Term or the Renewal Term then in effect; or
 - 2. the average of the highest three (3) months billed for such terminated Service (including, without limitation, any monthly recurring charge applicable to such Service) since the beginning of the Term Plan Agreement multiplied by the number of months remaining in the Initial Term or the Renewal Term then in effect;
- C. a charge equal to the total costs and expenses incurred by the Company in connection with installing, providing and removing a Service, including any early termination or cancellation charges incurred by the Company from third parties on the Customer's behalf. In addition, the Company shall be entitled to the cost of collection of the forgoing amounts including, without limitation, court costs, reasonable attorney's fees and interest on past due amounts.

Where the Customer received reduced rates or a discount because the Customer subscribed to more than one Service, the Customer's termination of one Service may result in the forfeiture of the Customer's reduced rates or discount for that Service or Services that are not terminated, and the Customer shall be liable to the Company for the amount of discount received by the Customer for the period from the beginning of the term of the Agreement for such Services up to and including the effective date of the termination of the Service or Services terminated.



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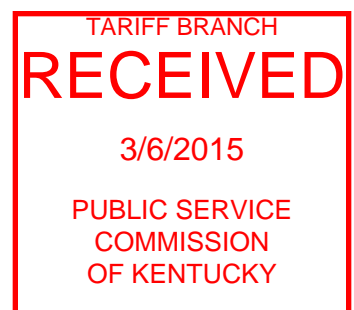
SECTION 2 - RULES AND REGULATIONS (CONT'D.)

2.13 Cancellation of Service (Cont'd.)

2.13.3 Cancellation by the Customer with Cause

A customer may have his service disconnected upon written notice to Carrier. The Carrier will hold the customer responsible for payment of all bills for service furnished until the cancellation date specified by the customer or until the date written cancellation notice is received, whichever is later. The Customer must provide 60 days written notice of cancellation in advance.

In the event (i) the Company fails to substantially cure any material default or failure of performance within thirty (30) days after the Company's receipt of the Customer's written notice describing with reasonable specificity such alleged material default or failure of performance, or (ii) if such default cannot be cured within such thirty (30) day period and the Company does within such thirty (30) day period commence such acts as shall be reasonably necessary to substantially cure the default and/or does not diligently complete such acts within a reasonable time, the Customer may terminate the Service(s) for Cause by giving the Company a written notice of termination within fifteen (15) days after the expiration of said thirty (30) day period or such reasonable time period in the event of (ii), above. If the Customer is receiving multiple types of Services, or receiving Services at multiple locations, the Customer's right to terminate Service(s) as set forth in this section shall be limited to termination of the affected Service(s) only or at the affected location(s) only.



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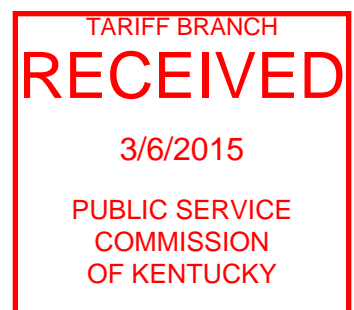
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SECTION 2 - RULES AND REGULATIONS (CONT'D.)

2.13 Cancellation of Service (Cont'd.)

2.13.4 Cancellation by the Company

- A. Upon such notice as is required by the governing regulatory body (or if no such notice is required, upon forty-eight (48) hours notice), the Company may refuse, terminate, discontinue or limit the use of Service (either temporarily or permanently) to the Customer or withhold the provision of ordered or contracted Service, without liability to the Customer:
1. if any balance is past due;
 2. if the Customer exceeds its credit limit and does not cure within the applicable notice period referenced above in this section after receipt of such notice, which such notice may be by phone, mail, fax or e-mail;
 3. when necessitated by conditions beyond the Company's control;



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2.13 Cancellation of Service (Cont'd.)

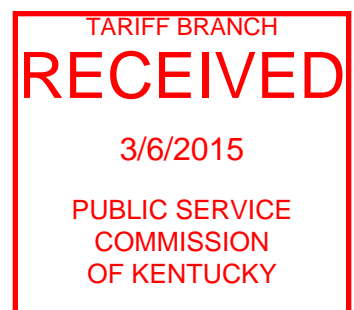
2.13.4 Cancellation by the Company (Cont'd.)

A. (Cont'd.)

4. for violation of any of the provisions contained in this tariff and/or the Customer's Agreement with the Company, including the Terms and Conditions;
5. for violation of any law, rule, regulation or policy of any governing authority having jurisdiction over the Service; or
6. by reason of any order or decision of a court, public service commission or federal regulatory body or other governing authority prohibiting the Company from furnishing the Service.

B. In addition, the Company may immediately and without notice terminate and/or block Services without incurring liability to the Customer for the following reasons:

1. fraud committed by the Customer or a user of the Customer's Service;
2. if the Customer refuses to furnish information or furnishes false information essential for billing by the Company or for the Company's determination of the Customer's credit worthiness;
3. the Customer indicates that the Customer will not comply with a request from the Company for security for the payment of Services;
4. the Customer has received notice of cancellation from the Customer's local Service provider; or
5. the Customer's usage exceeds parameters based on historical usage by the Customer.



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2.13 Cancellation of Service (Cont'd.)

2.13.4 Cancellation by the Company (Cont'd.)

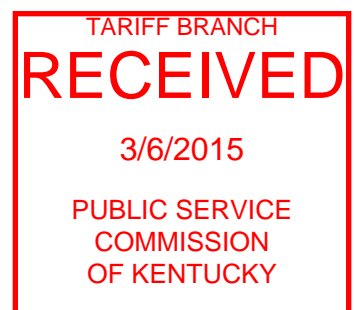
In the event the Company permanently terminates Service to the Customer under this section, any agreement between the Customer and the Company, including Terms and Conditions, shall terminate. The Customer shall be liable for all liquidated damages as set forth in Section 2.13.2 for all Services terminated under this Section.

2.13.5 Cancellation as a result of a change in local service provider

The Customer shall notify the Company if the Customer changes its local service provider for any reason, including, without limitation, as a result of a change in physical location. If the Customer obtains only long distance service from the Company, upon a change of local service provider by the Customer, the Company reserves the right to terminate long distance service to the Customer upon thirty (30) days written notice to the Customer. In the event the Company exercises its right to terminate long distance service to the Customer because the Customer changes its local service provider, the Customer shall be liable to the Company only for payment of long distance service provided up to and including the effective date of termination of such long distance service and shall not be liable for any liquidated damages with respect to such long distance service only.

2.13.6 Final Invoice

Upon termination, the Company shall forward a final invoice to the Customer, which such invoice will include, without limitation, all charges (including, without limitation, recurring charges) incurred up to the effective termination date and all applicable liquidated damages.



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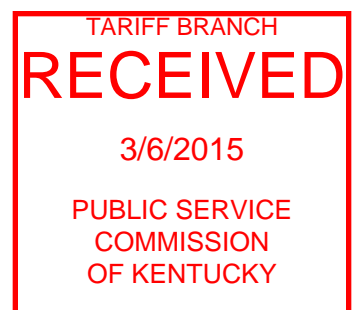
SECTION 2 - RULES AND REGULATIONS (CONT'D.)

2.13 Cancellation of Service (Cont'd.)

2.13.7 Company Contact Information for Cancellation

The Customer shall use the following addresses for cancellation and disconnect requests only:

- A. FAX - 800-239-3000
- B. Email – dcsupport@earthlinkbusiness.com
- C. US Mail- Business Telecom, LLC d/b/a EarthLink Business, 1170 Peachtree Street NE, Suite 900, Atlanta, GA 30309
- D. Such request shall include all of the following that apply:
 - 1. an itemized list of the Service(s) that Customer wishes to disconnect;
 - 2. the Customer's account number;
 - 3. affected circuit ID's;
 - 4. affected telephone numbers; and,
 - 5. the Customer contact information (i.e., name, address, telephone number, fax number, and email address.



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2.14 Restoration of Service

2.14.1 Service suspended by the Company and later restored, will be subject to a \$50.00 reconnection fee. Service disconnected by the Company and later re-installed, will be subject to all applicable installation charges, and the Customer will pay such charges prior to reinstallation of service.

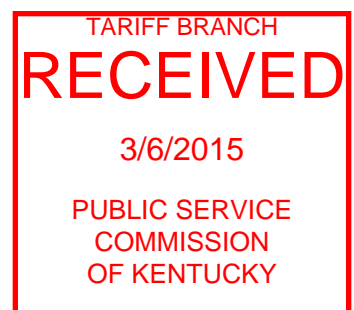
2.14.2 The use and restoration of certain telecommunications services in emergencies shall be in accordance with the priority system specified in Part 64, Subpart D of the Rules and Regulations of the Federal Communications Commission.

2.15 Force Majeure

The Company's performance hereunder shall be excused in the event of any delay or failure of performance or equipment due to causes beyond the Company's control, including, but not limited to, acts of God, fires, floods, earthquakes, hurricanes, or other catastrophes, national emergencies, insurrections, riots, wars, or other civil commotions, strikes, lockouts, work stoppages or other labor difficulties, criminal actions taken against the Company, cable cuts, unavailability, failure, interruption or capacity limitations of telecommunications facilities or transmission links (digital or analog) and any law, order, regulation or other action of any governing authority or agency thereof.

2.16 Disconnection of Existing Service(s) and Vendor Change(s)

The Customer is responsible for disconnection of services with the Customer's existing telecommunications provider. The Company is not responsible for any fees or other charges assessed against the Customer by the Customer's existing provider for termination of service obtained from such provider or the Customer's failure to terminate services with such provider. In addition, the Customer is responsible for all charges assessed by the Customer's phone system vendor and other third parties incurred in connection with the installation or alteration of the Company Services.



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SECTION 2 - RULES AND REGULATIONS (CONT'D.)

2.17 Assignments

The Customer may not transfer or assign the Customer's Agreement with the Company, including the Terms and Conditions, or use of any of the Services (including resale and subtening of Internet service) without the written consent of the Company, which such consent shall be at the sole and absolute discretion of the Company. All regulations and conditions contained in this Tariff shall be binding on the Customer and his/her respective personal and legal representatives, successors and permitted assigns.

2.18 Special Service

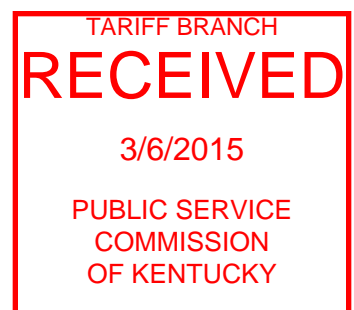
Labor and expenditures required by Customer to provide service outside the scope of normal services. This class of service includes, without limitation, services whereby Company is required to incur unusual costs for engineering, purchases, labor or other related costs to provide the Customer-requested service.

2.19 Modification

Company reserves the right to modify its rates and service policies at any time, subject to approval of the Commission and compliance with applicable notification requirements.

2.20 Taxes and Other Charges

All state and local taxes (i.e., gross receipts tax, sales tax, municipal and county utilities tax) are listed as separate line items, are not included in the quoted rates, and are the responsibility of the Customer. The Customer is also responsible for the payment of any use, excise, access, franchise and license fees or other local, state and federal taxes, charges or surcharges (however designated) excluding taxes on the Company's net income, imposed on or based upon the provision, sale or use of services. Any taxes imposed by a local jurisdiction will only be recovered from those Customers located in the affected jurisdiction. It shall be the responsibility of the Customer to pay any such taxes that subsequently become applicable retroactively.



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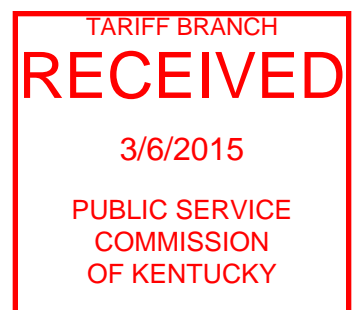
SECTION 2 - RULES AND REGULATIONS (CONT'D.)

2.21 Designation of Company Contact

The Customer is required to designate a contact person to the Company who is empowered to transact all correspondence with the Company regarding the Customer's account. Specifically, the Customer Contact will be responsible for corresponding with the Company on all moves, adds, changes, disputes and cancellation requests. The Company will neither accept nor be bound by any request not submitted by the specified Company Contact. Any change by the Customer pertaining to the Company Contact must be provided to the Company in either written or verbal format.

2.22 EarthLink Business Billing Format

EarthLink Business will issue bills to its Customers on a thirty day cycle. Each bill will include the following information: customer account number, customer service telephone number, phone number dialed, time call placed, date call placed, city and state call placed to, type of call, call duration, charge for the call, current charges, fixed charges, payments made to the account and the total amount due. At the Customer's request, EarthLink Business will include an attention line on the bill which may be an identification code, name, phone number or project/client code.



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SECTION 3 - DESCRIPTION OF SERVICE

3.1 General

EarthLink Business provides direct dialed, travel card and operator assisted long distance telecommunications services originating and terminating within the State of Kentucky. Rates for these services may vary by product type, call duration, mileage and time of day. All EarthLink Business services are available 24 hours a day, seven days a week.

3.2 Timing of Calls

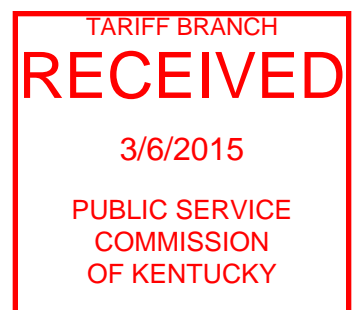
Long distance charges are based on the actual usage of EarthLink Business's network. Chargeable time begins when the called party answers, or when the billed party of a collect or person call accepts the charges. Chargeable time ends when either party disconnects.

Minimum call durations and rounding of usage measurements for billing purposes are specified in Section 4 of this tariff for each service provided by the Company.

3.2.1 Computation of Charges

For the computation of charges, the duration of each call is measured and rounded up to the applicable billing increment, then multiplied by the applicable rate and if the computed charge for any individual call results in a fraction of a cent, the fraction is then rounded up to the next whole cent on a per call basis. For example, a service may provide that each call will be charged a minimum of 18 seconds and thereafter timed in 6-second increments; therefore, under this example, a 10-second call will be rounded up to 18 seconds (0.3 minutes), and a 44-second call will be rounded up to 48 seconds (0.8 minutes). If, after multiplying the billing increment by the applicable rate, the computed charge for an individual call results in a fraction of a cent, the fraction is rounded up to the next whole cent (for example, \$1.523 would round up to \$1.53). Once the charge for each call is computed as described above, the calls are summed on the Customer's invoice.

There is no billing applied for incomplete calls.



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3.2 Timing of Calls (Cont'd.)

3.2.2 The appropriate rates apply for day, evening and night/weekend calls based on the following chart.

Times	Mon	Tues	Wed	Thur	Fri	Sat	Sun
8:00 am to 5:00 pm			Daytime Period				
5:00 pm to 11:00 pm			Evening Period				Eve.
11:00 pm to 8:00 am			Night/Weekend Period				

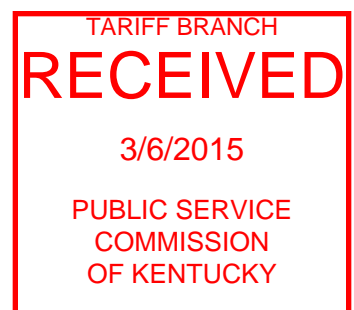
The appropriate rates apply for Peak and Non-Peak calls based on the following chart.

Times	Mon	Tues	Wed	Thur	Fri	Sat	Sun
8:00 am to 5:00 pm			Peak Period				
5:00 pm to 8:00 am			Non-Peak Period				

* - to but not including

The evening rates apply to the holidays listed below unless a lower rate normally applies:

New Year's Day	January 1
Memorial Day	Nationally Recognized Day
Independence Day	July 4
Thanksgiving Day	Nationally Recognized Day
Christmas Day	December 25



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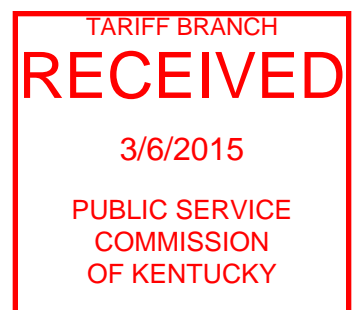
3.3 Calculation of Distance

Usage charges for all mileage sensitive products are based on the airline distance between rate centers associated with the originating and terminating points of the call.

The airline mileage between rate centers is determined by applying the formula below to the vertical and horizontal coordinates associated with the rate centers involved. The Company uses the rate centers and associated vertical and horizontal coordinates that are produced by Bell Communications Research in the NPA-NXX V & H Coordinates Tape and Bell's NECA Tariff No. 4.

Formula:

$$\sqrt{\frac{(V_1 - V_2)^2 + (H_1 - H_2)^2}{10}}$$



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3.4 BTI One Plus Services

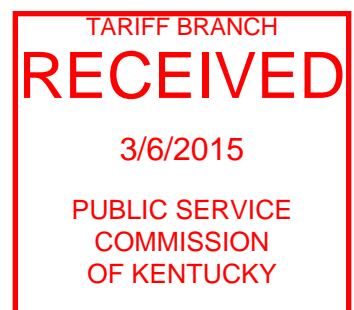
BTI One Plus Services are available for business and residential Customers who; 1) subscribe their local access lines to BTI's network, 2) dial the Company's access code to gain access to the BTI network, or 3) purchase dedicated access facilities from other service providers to connect their premises to BTI's network facilities.

BTI One Plus Services are listed in Section 4 following. The minimum and additional billing increments, as well as any applicable recurring and non-recurring charges are provided for each specific service.

3.5 BTI Travel Card Services

BTI Travel Card Service permits Customers to place calls using BTI's service when away from their primary place of business or residence. Callers must dial an "800" access code and individual identification number to use the service.

BTI Travel Card Services are listed in Section 4 following. The minimum and additional billing increments, as well as any applicable per call service charges are provided for each specific service.



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3.6 BTI Operator Services

3.6.1 BTI Operator Services are available to Subscriber locations which offer their telephones for the use of the transient public. BTI provides the following billing arrangements for End Users of BTI's Operator Services:

A. Customer Dialed Calling/Credit Card

This is a service whereby the end user dials all of the digits necessary to route and bill the call without any operator assistance. Such calls may be billed either to a telephone Company issued calling card or a commercial credit card.

B. Operator Station

This is a service whereby the caller places a non-person-to-person call with the assistance of an operator (live or automated). When placing an operator station call, the caller is connected to a non-specified individual at the terminating end. Such calls may be billed to a calling card, credit card, the called number (collect) or a valid third party telephone number.

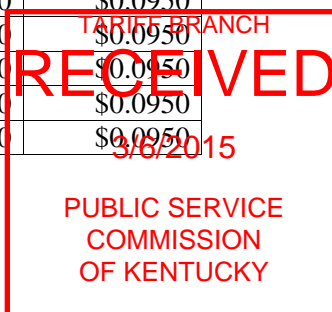
C. Person-to-Person

This is a service whereby the person originating the call specifies to EarthLink Business's operator a particular person to be reached, or a particular person, station, room number, department, or office to be reached through a PBX attendant. Person-to-person calls may be billed to a calling card, credit card, the called number (collect) or a valid third party telephone number.

3.6.2 The following rate table applies to all calls:

INTRALATA

Mileage Range	Day		Evening		Night/Weekend	
	First Minute	Add. Minute	First Minute	Add. Minute	First Minute	Add. Minute
1-10	\$0.16	\$0.17	\$0.0750	\$0.0850	\$0.0750	\$0.0850
11-16	\$0.18	\$0.18	\$0.0850	\$0.0950	\$0.0850	\$0.0950
17-22	\$0.18	\$0.1850	\$0.0850	\$0.0950	\$0.0850	\$0.0950
23-30	\$0.18	\$0.19	\$0.0850	\$0.0950	\$0.0850	\$0.0950
31-55	\$0.18	\$0.19	\$0.0850	\$0.0950	\$0.0850	\$0.0950
56-85	\$0.18	\$0.19	\$0.0850	\$0.0950	\$0.0850	\$0.0950
86-124	\$0.18	\$0.19	\$0.0850	\$0.0950	\$0.0850	\$0.0950
Over 125	\$0.18	\$0.19	\$0.0850	\$0.0950	\$0.0850	\$0.0950



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5.6 BTI Operator Services (Cont'd.)

3.6.2 The following rate table applies to all calls (Cont'd.)

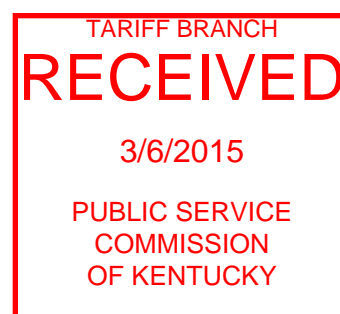
INTERLATA

Mileage Range	Day		Evening		Night/Weekend	
	First Minute	Add. Minute	First Minute	Add. Minute	First Minute	Add. Minute
1-10	\$0.22	\$0.18	\$0.1694	\$0.1284	\$0.1342	\$0.1050
11-16	\$0.22	\$0.18	\$0.1694	\$0.1284	\$0.1342	\$0.1050
17-22	\$0.22	\$0.19	\$0.1694	\$0.1463	\$0.1342	\$0.1159
23-30	\$0.22	\$0.19	\$0.1694	\$0.1463	\$0.1342	\$0.1159
31-55	\$0.25	\$0.25	\$0.1925	\$0.1925	\$0.1525	\$0.1525
56-85	\$0.29	\$0.29	\$0.2233	\$0.2233	\$0.1768	\$0.1768
86-124	\$0.29	\$0.29	\$0.2233	\$0.2233	\$0.1768	\$0.1768
Over 125	\$0.29	\$0.29	\$0.2233	\$0.2233	\$0.1768	\$0.1768

3.6.3 Surcharges

Type of Service	Billed to Calling Card	Billed to Credit Card
Customer Dialed Calling Card Station		
Customer Dialed/Automated	\$1.00	\$1.00
Customer Dialed/Operator Assisted	\$1.00	\$1.00
Customer Dialed/Operator Must Assist	\$1.00	\$1.00
Operator Dialed Calling Card Station	\$2.25	\$2.25
Operator Station		
Collect	\$2.25	
Billed to Third Number		\$2.35
Sent Paid Non-Coin		\$2.30
Sent Paid Coin	\$1.95	
Person-to-Person		
Sent Paid Coin		\$4.90
All Other Calls	\$4.90	\$4.90
Operator Dialed Surcharge	\$0.85	\$1.15

* - Includes Real Time Rated Calls



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SECTION 4 - RATES AND CHARGES

4.1 General

4.1.1 In addition to charges based on usage, the following charges will apply to all classes of Customers.

A. Additional Customer Identification Numbers: Free

B. Project Codes:

	Installation	Monthly
Unrestricted	\$0.00	\$0.00
Restricted	\$10.00	\$11.03

C. Management Reports: Free

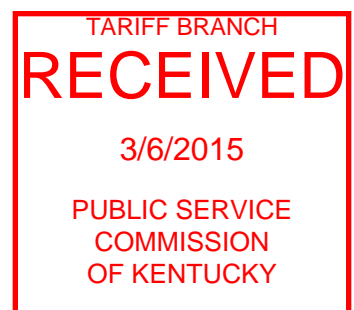
4.2 Directory Assistance

4.2.1 Directory Assistance Service

This service is provided on a pass-through basis to a carrier offering directory assistance. Billing is provided by Company at a flat rate per call provided the Customer dials Directory Assistance using the Company switch.

Customers who have a visual or physical disability that prevents use of a telephone directory are exempt from the charges of Directory Assistance calls for up to and including 50 calls per month. This exemption applies to calls billed to one residential telephone line per Customer certified by the Local Exchange Carrier as disabled and applies to Directory Assistance calls for personal use only. Calls in excess of 50, where billing is available, will be billed the tariffed Directory Assistance charges in 4.2.1 of this tariff. Proof of certification is required.

Directory Assistance, per call: \$1.10



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4.2 Directory Assistance (Cont'd.)

4.2.2 Directory Assistance Call Completion

Directory Assistance Call Completion (DACC) is an optional service available for business and residential Customers accessing the Company's Directory Assistance Service. Directory Assistance Customers may choose to have the Company Directory Assistance Operator complete the call to the telephone number requested without requiring the Customer to redial the number. A Directory Assistance Call Completion Surcharge will apply whether or not the call is answered by the called party or the calling party receives a busy signal. These charges are in addition to the Directory Assistance charge for determining the telephone number requested by the Customer and in addition to any applicable Operator Service charges associated with placing the call.

This service is available where facilities permit and may not be available to all Customers.

A. Per Call Completion requested: \$0.45

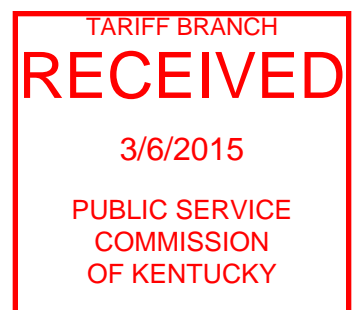
B. Per Minute Rates:

The per minute rate shall be the per minute rate of the 1+ plan the Customer is subscribed to or enrolled in at the time of the call.

4.3 Promotional Rates.

From time to time, Company may offer Promotional Rates. Promotional Rates will be offered on a non-discriminatory basis and shall be filed with the Commission for review at least 14 days prior to implementation.

Any marketing efforts will clearly indicate to the potential customers the nature of the transaction which is being offered. Materials submitted to prospective customers will clearly indicate that those customers will be changing their long distance carrier if they accept such solicitation.



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4.4 Referral Program

Monthly recurring charges may be waived for new Customers who provide the Company with five (5) new Customer referrals within 90 days of subscribing.

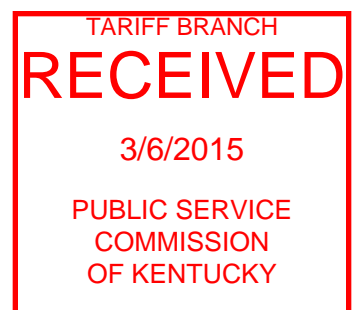
4.5 Term Plan

The Company may offer a term plan contract on selected services. Any Customer of those selected services who signs a term contract with the Company for periods outlined below will be eligible for the discounts indicated in accordance with the terms of the contract:

4.5.1	Corporate:	12 Months	5%
		24 Months	10%
		36 Months	15%
4.5.2	Residential:	12 Months	5%
		24 Months	10%
		36 Months	15%

4.6 Return Check Charge

A service charge equal to \$25.00 will be assessed in accordance with Kentucky law for all checks or other payment type submitted by the Customer to the Company returned or dishonored by a bank or other financial institution for: Insufficient or uncollected funds, closed account, apparent tampering, missing signature or endorsement, or any other insufficiency or discrepancy necessitating return of the instrument at the discretion of the drawee bank or other financial institution.



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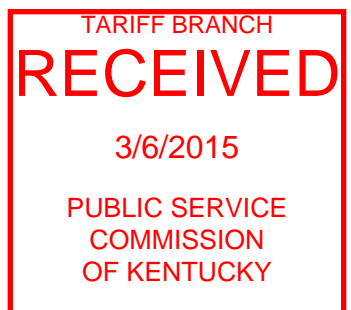
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4.7 Move Fee

Move Fee

\$1,000.00



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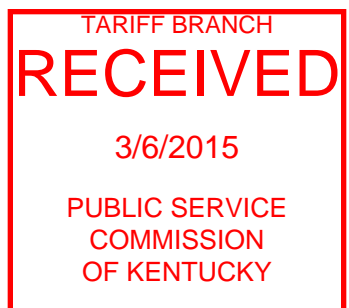
SECTION 4 - RATES AND CHARGES (CONT'D.)

4.8 Econocall Service is the basic long-distance service offered to business and residential Customers. The following charges will apply to all Econocall Service Customers.

- | | | |
|-------|-------------------------------|----------------|
| 4.8.1 | Installation Charge: | Not applicable |
| 4.8.2 | Monthly Access: | \$0.00 |
| 4.8.3 | Minimum Billing Increment: | 1 minute |
| 4.8.4 | Additional Billing Increment: | whole minutes |
| 4.8.5 | Usage Charges: | |

Intrastate InterLATA Per Minute Rates:

Mileage Range	DAY		Evening		Night	
	First Minute	Add. Minute	First Minute	Add. Minute	First Minute	Add. Minute
1-10	\$0.2300	\$0.1800	\$0.1900	\$0.1425	\$0.1534	\$0.1121
11-16	\$0.2300	\$0.1800	\$0.1900	\$0.1425	\$0.1534	\$0.1121
17-22	\$0.2400	\$0.2100	\$0.1900	\$0.1450	\$0.1534	\$0.1343
23-30	\$0.2450	\$0.2100	\$0.1900	\$0.1450	\$0.1534	\$0.1343
31-55	\$0.2600	\$0.2500	\$0.1945	\$0.1825	\$0.1600	\$0.1600
56-85	\$0.3000	\$0.2800	\$0.2150	\$0.2000	\$0.1665	\$0.1665
86-124	\$0.3000	\$0.2800	\$0.2150	\$0.2000	\$0.1770	\$0.1705
125-196	\$0.3400	\$0.3300	\$0.2500	\$0.2300	\$0.1940	\$0.1940
197-292	\$0.3400	\$0.3300	\$0.2500	\$0.2400	\$0.1940	\$0.1940
293-430	\$0.3600	\$0.3500	\$0.2598	\$0.2535	\$0.2013	\$0.2013



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4.8 Econocall Service (Cont'd.)

4.8.6 Discounts:

Discounts based on dollar volume are available as follows:

Dollar Volume		Discount
From	To	
\$25.00	\$99.00	2.0%
\$100.00	\$100.00 +	5.0%

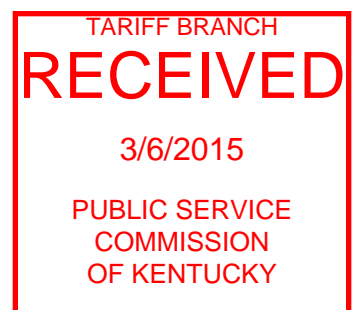
4.8.7 Other:

TDD Discount

A telephone toll message which is communicated using a telecommunications device for the deaf (TDD) by or to properly certified hearing or speech impaired persons or properly certified business establishments or individuals equipped with TDDs for communication with hearing or speech impaired persons will receive, upon request, credit on charges for all intrastate toll calls placed between TDDs. The credit will be limited to usage charges and will be given on a subsequent bill.

TDD Discount:

50%



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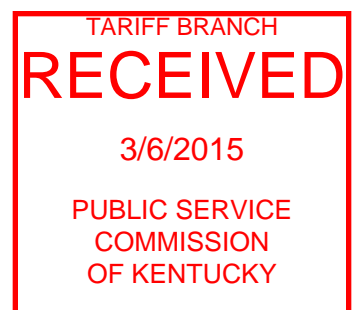
4.9 Travel Service allows Customers to initiate calls within the State of Kentucky using a touchtone telephone. It involves dialing an access number (local or 800), followed by the Customer's authorization code (Customer Identification Number), and then the called number.

- 4.9.1 Installation Charge: Not applicable
- 4.9.2 Monthly Access: \$0.00
- 4.9.3 Minimum Billing Increment: 30 seconds
- 4.9.4 Additional Billing Increment: 6 seconds
- 4.9.5 Per Minute Usage Charges:

Mileage Range	Day	Evening	Night
All Miles	\$0.2420	\$0.1980	\$0.1980

Per call initiation charge: \$0.66

- 4.9.6 Discounts:
Not applicable.
- 4.9.7 Other:
Not applicable.



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- 4.10 Dial WATS Service - Charges for Intrastate Dial WATS Service depend on whether the Customer is using the Service as an adjunct to Interstate Dial WATS I or Intrastate Dial WATS II. Charges are the same regardless of whether the Customer uses 1+ Service.

- 4.10.1 Installation Charge: Not applicable.
4.10.2 Monthly Access: \$84.90 Dial WATS I; \$16.98 Dial WATS II
4.10.3 Minimum Billing Increment: 30 seconds
4.10.4 Additional Billing Increment: 6 seconds
4.10.5 Per Minute Usage Charges:

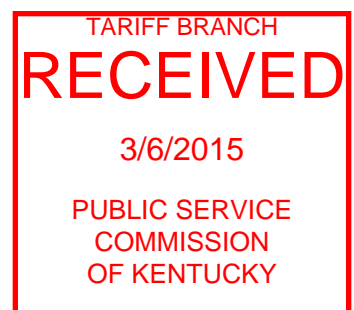
Mileage Range	Day	Evening	Night
Dial WATS I IntraLATA	\$0.2420	\$0.2420	\$0.2420
Dial WATS I InterLATA	\$0.2090	\$0.1672	\$0.1045
Dial WATS II IntraLATA	\$0.1925	\$0.1540	\$0.1067
Dial WATS II InterLATA	\$0.1925	\$0.1540	\$0.1067

- 4.10.6 Discounts:

Volume Discount is offered on any monthly bill which has total usage charges for Dial WATS I and Dial WATS II.

Dollar Volume		Discount
From	To	
\$2,500	\$2,500 +	10%

- 4.10.7. Other:
Not applicable.



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4.11 Premier WATS I

- 4.11.1 Installation Charge: Not applicable
4.11.2 Monthly Access: \$16.98
4.11.3 Minimum Billing Increment: 30 seconds
4.11.4 Additional Billing Increment: 6 seconds
4.11.5 Usage Charges:

A. Intrastate/InterLATA Per Minute Rates:

Mileage Range	Day	Evening	Night
All Miles	\$0.2310	\$0.1733	\$0.1155

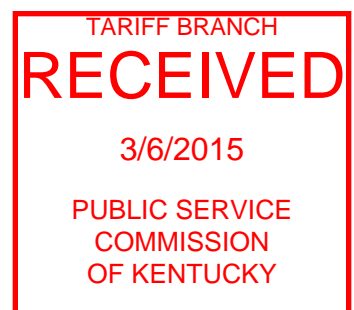
B. Intrastate/IntraLATA Per Minute Rates:

Mileage Range	Day	Evening	Night
All Miles	\$0.2420	\$0.2420	\$0.2420

4.11.6 Discounts: Applies to interstate and intrastate calls.

Dollar Volume		Incremental Discount
From	To	
\$0.00	\$100.00	0%
\$200.00	\$1,000.00	7%
\$1,001.00	over	15%

4.11.7 Other:
Not applicable.



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4.12 Premier WATS II

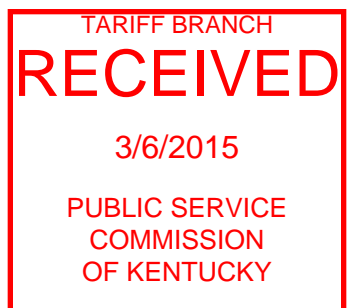
- 4.12.1 Installation Charge: Not applicable.
4.12.2 Monthly Access: \$16.98
4.12.3 Minimum Billing Increment: 30 seconds.
4.12.4 Additional Billing Increment: 6 seconds.
4.12.5 Usage Charges:

A. Intrastate/InterLATA Per Minute Rates:

Mileage Range	Day	Evening	Night
All Miles	\$0.2145	\$0.2057	\$0.1947

B. Intrastate/IntraLATA Per Minute Rates:

Mileage Range	Day	Evening	Night
All Miles	\$0.2420	\$0.2420	\$0.2420



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4.12 Premier WATS II (Cont'd.)

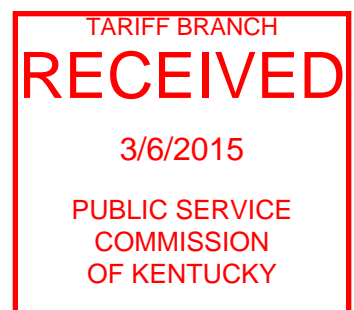
4.12.6 Discounts:

Applies to interLATA and intraLATA calls.

Dollar Volume		Incremental
From	To	Discount
\$0.00	\$100.00	0%
\$101.00	\$500.00	5%
\$501.00	\$1,500.00	10%
\$1,501.00	\$5,000.00	15%
\$5,001.00	\$5,001.00 +	20%

4.12.7 Other:

Not applicable.



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4.13 Unlimited WATS is a dedicated access service offering six second incremental billing, with itemized billing available.

4.13.1 Installation Charge:

a) \$140.00 per line within 25 miles of POP site.

b) Over 25 miles on individual case basis.

4.13.2 Monthly Access: \$192.93 per line

4.13.3 Minimum Billing Increment: 30 seconds

4.13.4 Additional Billing Increment: 6 seconds

4.13.5 Per Minute Usage Charges:

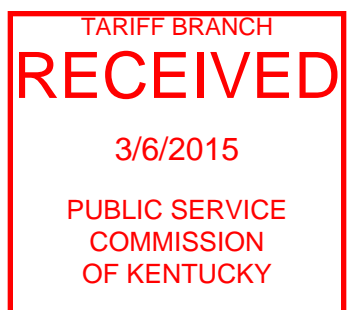
Day	Evening	Night
\$0.1450	\$0.1200	\$0.0900

4.13.6 Discounts:

Dollar Volume		Discount
From	To	
\$0.00	\$5,000.00	0%
\$5,000.01	\$7,500.00	5%
\$7,500.01	\$10,000.00	7%
\$10,000.01	\$12,250.00	10%
\$12,250.01	\$15,000.00	12%
\$15,000.01	\$15,000.01 +	15%

4.13.7 Other:

Not applicable



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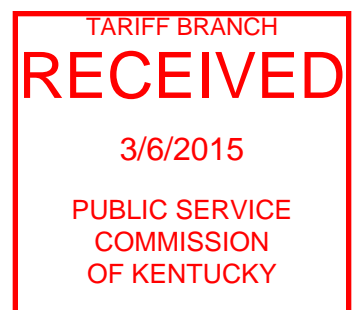
4.14 Association Discount

Commercial Association members who subscribe to any of the Company's services will receive a discount on the member's regular monthly statement based on the collective toll (day, evening, or night) usage billings of all Association members. The discount will be in accordance with the schedule shown below.

Collective Billing Amount		Volume Discount
From	To	
\$10,000	\$49,999	2%
\$50,000	\$74,999	3%
\$75,000	\$99,999	4%
\$100,000	Over	5%

The applicable processing fee for new customers will be waived for Association members who become Company Customers.

Monthly service charges, access charges or other applicable charges will remain in effect.



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4.15 Premier 1 WATS Service

- 4.15.1 Installation Charge: Not applicable
4.15.2 Monthly Access: \$16.98
4.15.3 Minimum Billing Increment: 30 seconds
4.15.4 Additional Billing Increment: 6 seconds
4.15.5 Usage Charges:

A. InterLATA calling:

Dollar Volume		Per Minute Rate
From	To	
\$0	\$500	\$0.1980
\$501	\$1,500	\$0.1870
\$1,501	1,501 +	\$0.1815

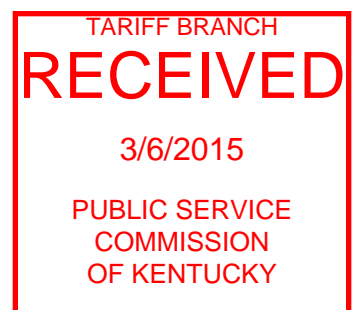
B. IntraLATA calling:

Per minute: \$0.1980

IntraLATA calling will apply toward the volume discounts outlined above in subparagraph A. The calling timing provisions outlined in paragraphs 3 and 4 also apply. Access will be on a 1+ or dial up basis depending upon availability in the local service area.

- 4.15.6 Discounts:
Not applicable

- 4.15.7 Other:
Not applicable.



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4.16 Premier Residential Service

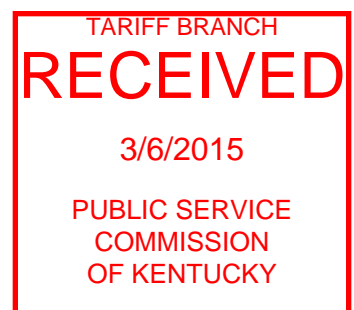
4.16.1	Installation Charge:	Not applicable
4.16.2	Monthly Access:	\$0.00
4.16.3	Minimum Billing Increment:	30 Seconds
4.16.4	Additional Billing Increment:	6 Seconds
4.16.5	Per Minute Usage Charges:	

	Intrastate/ IntraLATA
Day:	\$0.2150
Evening:	\$0.1650
Night:	\$0.1400

Access will be on a 1+ or dial up basis depending upon availability in the local service area.

4.16.6 Discounts:
Not applicable

4.16.7 Other:
Not applicable



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4.17 Corporate 800 Service access is provided through dedicated T-1 access facilities. Installation and monthly access will be provided by local exchange carrier at their tariffed rates.

4.17.1 Installation Charges:

A. Set Up Fee: \$50.00

B. Customer Service Unit Installation: \$75.00

4.17.2 Monthly Charges:

A. Monthly Service Charge: \$33.96

B. Customer Service Unit Monthly Charge: \$59.42

4.17.3 Minimum Billing Increment: 18 Seconds

4.17.4 Additional Billing Increment: 6 Seconds

4.17.5 Per Minute Usage Charges:

Mileage Range	DAY		Evening		Night	
	First Minute	Add. Minute	First Minute	Add. Minute	First Minute	Add. Minute
All Miles	\$0.1375	\$0.1375	\$0.1155	\$0.1155	\$0.9680	\$0.9680

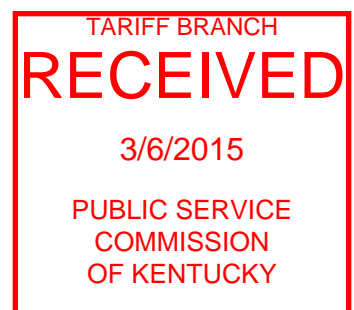
4.17.6 Discounts:

Volume Discounts

Dollar Volume		Incremental Discount
From	To	
\$0	\$9,999	0%
\$10,000	\$29,999	15%
\$30,000	\$30,000 +	20%

4.17.7 Other:

Not applicable



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- 4.18 Corporate WATS Service is designed for large volume long distance users. Access is provided through dedicated T-1 access facilities. Installation and monthly access may be provided by the local exchange carrier at their interstate special tariffed rates. At locations where Company facilities exist, access may be provided in units equivalent to 1/24th of a T-1 access facility. Installation charges and monthly access rates for this service will be charged by the Company in accordance with its interstate rates.

- 4.18.1 Installation Charge: \$0.00
4.18.2 Monthly Access: \$0.00
4.18.3 Minimum Billing Increment: 18 Seconds
4.18.4 Additional Billing Increment: 6 Seconds
4.18.5 Per Minute Usage Charges:

Mileage Range	DAY		Evening		Night	
	First Minute	Add. Minute	First Minute	Add. Minute	First Minute	Add. Minute
All	\$0.1210	\$0.1210	\$0.1122	\$0.1122	\$0.1045	\$0.1045

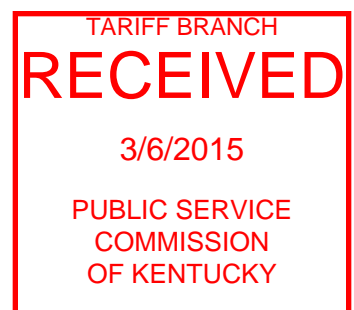
- 4.18.6 Discounts:

Volume Discounts

Dollar Volume		Incremental Discount
From	To	
0	4,999	0%
5,000	24,999	5%
25,000	+	10%

- 4.18.7 Other:

- A. Customer Service Unit Installation \$75.00
B. Customer Service Unit Monthly Charge \$59.42



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4.19 Premier 1 Plus Service is a combined WATS/800 service for large volume users provided through switched access.

- 4.19.1 Installation Charge: \$20.00
- 4.19.2 Monthly Access: \$33.96
- 4.19.3 Minimum Billing Increment: 30 seconds
- 4.19.4 Additional Billing Increment: 6 seconds
- 4.19.5 Usage Charges:

A. Intrastate/InterLATA Per Minute Rates:

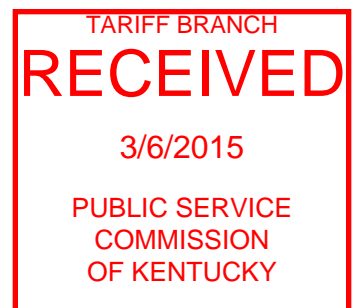
Usage Range	Rate
\$0-500	\$0.1980
\$501-1,500	\$0.1870
\$1,501+	\$0.1815

B. Outgoing/IntraLATA Per Minute Rates:

Mileage Range	Rate
All	\$0.1980

4.19.6 Discounts:
Not applicable

4.19.7 Other:
Not applicable



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4.20 Premier Direct Service is designed for large volume long distance users needing dedicated T-1 services. Installation and monthly access may be provided by the local exchange carrier at their interstate special tariffed rates. At locations where Company facilities exist, access may be provided in units equivalent to 1/24th of a T-1 access facility. Installation charges and monthly access rates for this service will be charged by the Company in accordance with its interstate rates.

4.20.1 Installation Charges

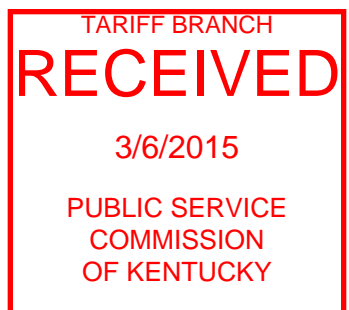
- | | | |
|----|-------------------------------------|---------|
| A. | Set Up: | \$50.00 |
| B. | Customer Service Unit Installation: | \$75.00 |
- (Customer Service Unit is a diagnostic unit which permits off-site testing of the customer's lines.)

4.20.2 Monthly Charges:

- | | | |
|----|---------------------------------------|---------|
| A. | Monthly Service Charge: | \$30.87 |
| B. | Customer Service Unit Monthly Charge: | \$54.03 |

4.20.3 Minimum Billing Increment: 18 seconds

4.20.4 Additional Billing Increment: 6 seconds



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4.20 Premier Direct Service (Cont'd.)

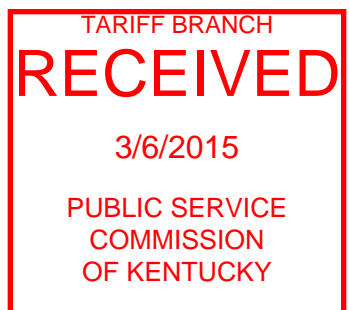
4.20.5 Usage Charges:

Intrastate/InterLATA Per Minute Rates:

Usage Range	Incremental Rate
\$0-1,500	\$0.1350
\$1,501-2,500	\$0.1300
\$2,501-5,000	\$0.1250
\$5,001-7,500	\$0.1200
\$7,500+	\$0.1150
Evening, Night & Weekend Hours	\$0.1000

4.20.6 Discounts:
Not applicable

4.20.7 Other:
Not applicable



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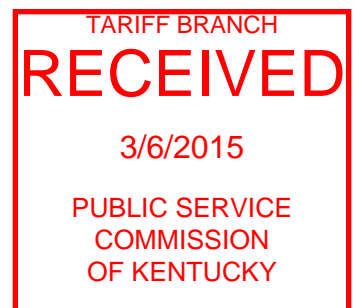
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SECTION 4 - RATES AND CHARGES (CONT'D.)

4.21 Expanded 800 Service Options

The following optional enhanced features may be used in conjunction with any EarthLink Business 800 service where technically feasible.

Enhanced 800 Features	Install	Change	Monthly
NPA Blocking	\$150.00	\$0.00	\$0.00
NPA/NXX Blocking	\$150.00	\$0.00	\$0.00
Time of Day Routing	\$100.00	\$0.00	\$73.50
Day of Week Routing	\$100.00	\$0.00	\$73.50
Holiday Routing	\$100.00	\$0.00	\$0.00
Uniform Call Distribution	\$100.00	\$0.00	\$0.00
Dialed Number Identification Svc.	\$450.00	\$0.00	\$73.50
Route Advance	\$100.00	\$0.00	\$73.50
Area Code Routing	\$100.00	\$0.00	\$73.50
Percentage Call Allocation	\$100.00	\$0.00	\$73.50
Intercept 800 (\$0.10 per call over 500 calls)	\$10.00	\$0.00	\$14.70



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- 4.22 Pre-Paid Call Service is offered at the flat, per-minute rate listed below, twenty-four (24) hours a day, seven days a week.

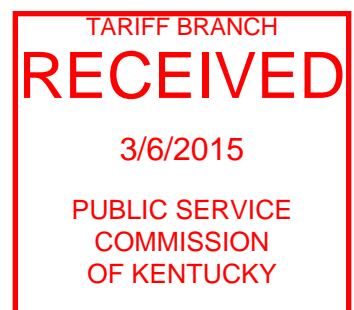
Denomination	Per Minute Rate	Per Call Surcharge	Units Per Minute
Various Increments	.2000	.2000(N)	1 unit per minute

Company agrees to refund any amounts remaining on a Pre-paid Call Service calling card upon physical return of the card. Refund will only be issued upon a showing that the service provided by Company has failed to meet either the service requirements set forth in the Commission's rules and regulations, or the general standards of quality applicable to the industry. To qualify for a refund, a user must return the card to Company within 3 months of the original purchase and submit in writing detailed information on the basis for any requested refund. Company will promptly investigate and advise the user as to its findings and disposition.

For consideration of any disputed charges, a user may discuss the dispute with a Company representative, providing detailed information on the basis for any requested adjustment, either verbally or in writing, within 30 days of the date the disputed call is placed.

All federal, state and local taxes (e.g., excise tax, gross receipts tax, sales tax, municipal utilities taxes) are included in the tariffed rates above.

A wholesale discount applies for larger volume commitments, but the end user per minute rate will not vary from the rate specified in the table above.



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4.23 Universal WATS is a service designed for large volume Customers needing dedicated outbound long distance service.

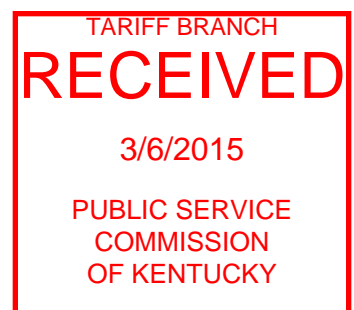
- 4.23.1 Installation Charge: \$100.00 per WATS access line
- 4.23.2 Monthly Access: \$56.34 per WATS access line
- 4.23.3 Minimum Billing Increment: 30 seconds
- 4.23.4 Additional Billing Increment: 6 seconds
- 4.23.5 Per Minute Usage Charges:

Band	Day	Evening	Night
All Miles	\$0.1550	\$0.1400	\$0.1210

4.23.6 Discounts:

Dollar Volume		Discount
From	To	
\$0.00	\$500.00	0%
\$501.00	\$2,000.00	10%
\$2,001.00	\$5,000.00	15%
\$5,001.00	over	18%

4.23.7 Other:
Not applicable



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4.24 Premier Basic Service is offered to Customers who normally bill below \$100 per month. The service is billed at a postalized rate. Billing is in six (6) second increments following a minimum billing duration of thirty (30) seconds.

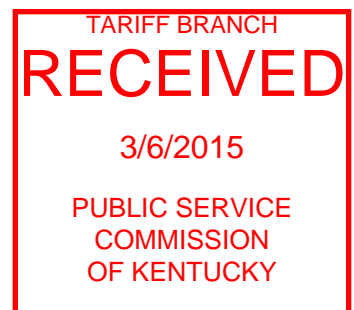
4.24.1 Installation Charge: \$0.00
4.24.2 Monthly Access: \$0.00
4.24.3 Minimum Billing Increment: 30 seconds
4.24.4 Additional Billing Increment: 6 seconds
4.24.5 Usage Charges:

Intrastate Per Minute Rates:

Mileage Range	DAY		Evening		Night	
	First Minute	Add. Minute	First Minute	Add. Minute	First Minute	Add. Minute
All	\$0.2000	\$0.2000	\$0.1600	\$0.1600	\$0.1600	\$0.1600

4.24.6 Discounts:
Not applicable

4.24.7 Other:
Not applicable



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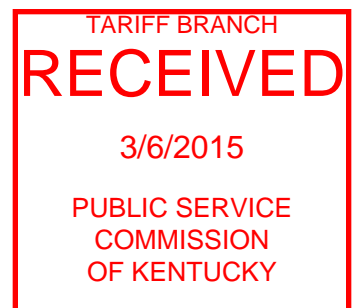
4.25 Personal 800 Service is offered to Customers for toll-free inbound service. The service is billed at a postalized rate. Billing is in six (6) second increments following a minimum billing duration of thirty (30) seconds. Customers are provided Authorization Codes to direct the incoming call to a particular local access line.

4.25.1	Installation Charge:	\$0.00
4.25.2	Monthly Access:	\$5.50
4.25.3	Minimum Billing Increment:	30 seconds
4.25.4	Additional Billing Increment:	6 seconds
4.25.5	Per Minute Usage Charges:	

Band	Day	Evening	Night
All Mileage	\$0.2420	\$0.1788	\$0.1524

4.25.6 Discounts:
Not applicable

4.25.7 Other:
Not applicable



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- 4.26 Guestcall II is offered to the hospitality industry where usage is primarily during off-peak periods. Guestcall is billed in six (6) second increments following an initial billing period of thirty (30) seconds. Guestcall Customers must have actual off-peak usage equal to or greater than 60% of all traffic.

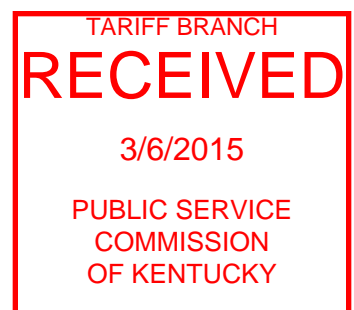
- 4.26.1 Installation Charge: \$ 0.00
4.26.2 Monthly Access: \$38.58
4.26.3 [Reserved for Future Use]
4.26.4 [Reserved for Future Use]
4.26.5 Usage Charges:

Band	Day	Evening	Night
All Mileage	\$0.1850	\$0.1500	\$0.1500

- 4.26.6 Discounts:

Dollar Volume		Retroactive Discount
From	To	
\$0.00	\$499.99	0%
\$500.00	\$2,499.99	5%
\$2,500.00	\$9,999.99	7%
\$10,000.00	over	10%

- 4.26.7 Other:
Not applicable



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4.27 Academic Edge is a program for colleges and universities to provide service to students, faculty and staff. Depending on volume generated, service is provided by dedicated T-1 or switched access. Students are billed the rates below.

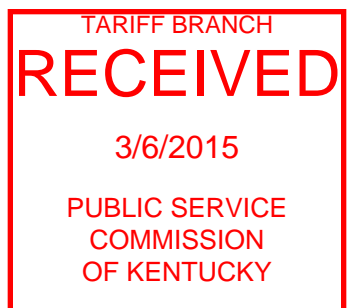
4.27.1	Installation Charge:	Not applicable
4.27.2	Monthly Access:	\$0.00
4.27.3	Minimum Billing Increment:	one minute
4.27.4	Additional Billing Increment:	whole minute
4.27.5	Usage Charges:	

Intrastate Per Minute Rates:

Mileage Range	DAY		Evening		Night	
	First Minute	Add. Minute	First Minute	Add. Minute	First Minute	Add. Minute
1-10	\$0.2300	\$0.1800	\$0.1900	\$0.1425	\$0.1534	\$0.1121
11-16	\$0.2300	\$0.1800	\$0.1900	\$0.1425	\$0.1534	\$0.1121
17-22	\$0.2400	\$0.2100	\$0.1900	\$0.1450	\$0.1534	\$0.1343
23-30	\$0.2400	\$0.2100	\$0.1900	\$0.1450	\$0.1534	\$0.1343
31-55	\$0.2600	\$0.2500	\$0.1945	\$0.1825	\$0.1600	\$0.1600
56-85	\$0.3000	\$0.2800	\$0.2150	\$0.2000	\$0.1665	\$0.1665
86-124	\$0.3000	\$0.2800	\$0.2150	\$0.2000	\$0.1770	\$0.1705
125-196	\$0.3400	\$0.3300	\$0.2500	\$0.2300	\$0.1940	\$0.1940
197-292	\$0.3400	\$0.3300	\$0.2500	\$0.2400	\$0.1940	\$0.1940
293-430	\$0.3600	\$0.3500	\$0.2598	\$0.2535	\$0.2013	\$0.2013

4.27.6 Discounts:
Not applicable

4.27.7 Other:
Not applicable



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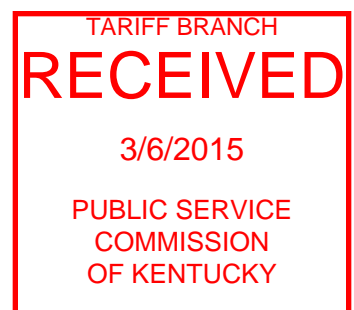
4.28 Premier 1-800 Service is an inbound service offered on a flat-rate, postalized basis. Calls are billed in six (6) second increments following an initial billing period of thirty (30) seconds. Service is provided over standard local access lines.

4.28.1	Installation Charge:	\$ 0.00
4.28.2	Monthly Access:	\$30.87
4.28.3	Minimum Billing Increment:	30 seconds
4.28.4	Additional Billing Increment:	6 seconds
4.28.5	Per Minute Usage Charges:	

Dollar Volume		Incremental Pricing
From	To	
\$0.00	\$500.00	\$0.2100
\$500.01	\$1,500.00	\$0.2000
\$1,500.01	Over	\$0.1900

4.28.6 Discounts:
Not applicable

4.28.7 Other:
Not applicable



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4.29 Private Line Service. This product is offered in the form of discrete intrastate communications facilities which are dedicated to the specific Customer and are billed at fixed monthly rates. Local access facilities will be obtained by EarthLink Business for the Customer from the Local Exchange Carrier.

4.29.1 Analog Rates

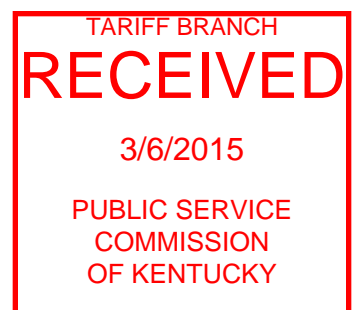
A. Interexchange (IXC) Service Rates (monthly per channel)

Mileage	Fixed	Per Mile
1-50	\$102.70	\$4.63
51-101	\$211.95	\$3.09
101-over	\$353.89	\$1.54

B. Local Access Rates

Voice Grade (Voice and Analog Data)

Mileage	Fixed	Per Mile	Installation
0	\$127.54	\$1.54	\$500.00
1-4	\$127.54	\$15.40	\$500.00
5-8	\$127.54	\$13.86	\$500.00
9-25	\$127.54	\$12.32	\$500.00
26-over	\$127.54	\$10.78	\$500.00



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SECTION 4 - RATES AND CHARGES (CONT'D.)

4.29 Private Line Service (Cont'd.)

4.29.2 Digital Rates (DDS)

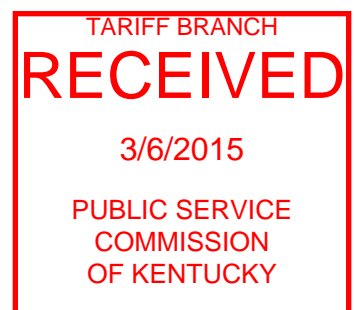
A. Interexchange (IXC) Service Rates (monthly per channel)

Mileage	Fixed	Per Mile
1-50	\$115.77	\$6.17
51-101	\$231.53	\$3.09
101-over	\$424.47	\$1.54

B. Local Access Rates

Digital Access (9.6K/19.2K DDS)

Mileage	Fixed	Per Mile	Installation
0	\$385.88	\$1.54	\$600.00
1-over	\$385.88	\$6.17	\$600.00



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4.29 Private Line Service (Cont'd.)

4.29.2 Digital Rates (DDS) (Cont'd.)

B. Local Access Rates (Cont'd.)

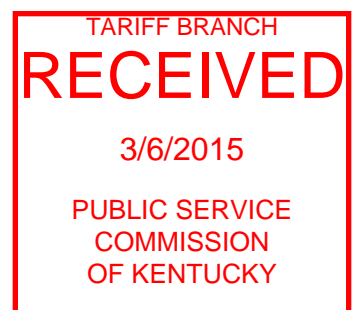
Digital Access (56K DDS)

Mileage	Fixed	Per Mile	Installation
0	\$501.63	\$1.54	\$600.00
1-over	\$617.40	\$9.27	\$600.00

4.29.3 T-1.5 Rates

A. T-1.5 Service (monthly per 24 channels)

Mileage	Fixed	Per Mile
1-over	\$926.10	\$18.52



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4.29 Private Line Service (Cont'd.)

4.29.3 T-1.5 Rates (Cont'd.)

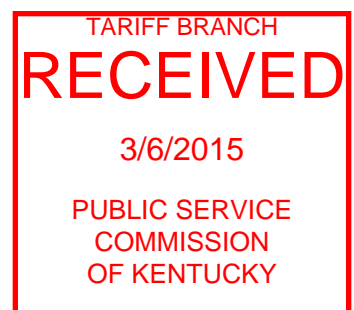
B. Local Access Rates

T-1.5 Digital Access

Mileage	Fixed	Per Mile	Installation
0	\$771.75	\$1.54	\$1,500.00
1-over	\$771.75	\$61.74	\$1,500.00

4.29.4 Local Access Rates

Local access service to connect the Customer's premise to the Company's point of presence is charges by the serving local exchange carrier, or other carrier, if applicable. These local access charges may be billed directly to the Customer by the local exchange carrier or passed through at cost to the Customer when billed by the Company.



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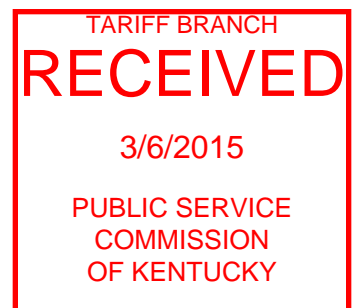
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SECTION 4 - RATES AND CHARGES (CONT'D.)

4.30 [Reserved for Future Use]

4.31 [Reserved for Future Use]



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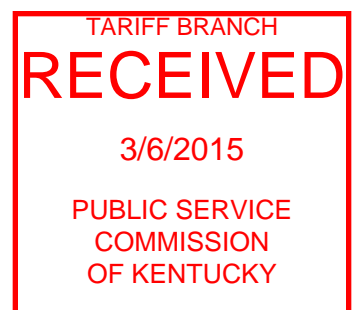
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SECTION 4 - RATES AND CHARGES (CONT'D.)

4.33 Travel Service Plus allows Customers to initiate calls within the State of Kentucky using any touchtone telephone. It involves dialing an access number (local or 800), followed by the Customer's authorization code (Customer Identification Number), and then the called number.

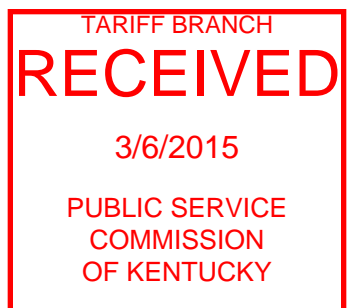
4.33.1	Installation Charge:	Not applicable
4.33.2	Monthly Access:	\$0.00
4.33.3	Minimum Billing Increment:	30 seconds
4.33.4	Additional Billing Increment:	6 seconds
4.33.5	Per Minute Usage Charges:	

Mileage Range	Day	Evening	Night
All Miles	\$0.2970	\$0.2970	\$0.2970

Per call initiation charge: \$0.28

4.33.6 Discounts:
Not applicable.

4.33.7 Other:
Not applicable.



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SECTION 4 - RATES AND CHARGES (CONT'D.)

- 4.34 Hospitality Plus is a one plus outbound and/or inbound business service offered to hotels, motels and other locations which make their phones available to the public. A minimum one-year term commitment is required. Discounted Hospitality Plus rates apply when, 1) combined inbound and outbound one plus usage is less than 25% of all traffic originating from the location, and 2) 60% of inbound and outbound one plus usage is during the off-peak period.

- | | |
|--------------------------------------|----------------|
| 4.34.1 Installation Charge: | Not applicable |
| 4.34.2 Monthly Access: | \$0.00 |
| 4.34.3 Minimum Billing Increment: | 30 seconds |
| 4.34.4 Additional Billing Increment: | 6 seconds |
| 4.34.5 Per Minute Usage Charges: | |

All Miles	One Year Term Plan
Outbound	\$0.1400
Inbound	\$0.1300

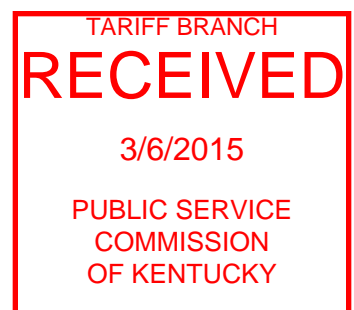
Customers who are not eligible for the discounted rates as described above will be billed \$0.155 per minute of use.

4.34.6 Discounts:

A three percent (3%) discount applies on usage under a two-year term plan. No other discounts apply.

4.34.7 Other:

If the customer cancels the one year minimum term or two year optional term before expiration, the customer will be billed for all remaining months an amount equal to \$350 per month for the one year term and \$250 per month for the two year term.



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SECTION 4 - RATES AND CHARGES (CONT'D.)

4.35 Conference Plus allows Customers to arrange two-way voice communications between two or more stations. Conference Plus setup is available through a Company operator or through 1-800 "Meet-Me" origination. Charges for Conference Plus consist of usage charges for each connected station, plus a per call setup charge for each connected station. The Customer is billed all usage and setup charges for all stations.

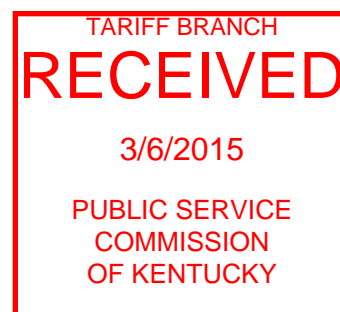
4.35.1 Installation Charge:	Not applicable
4.35.2 Monthly Access:	\$0.00
4.35.3 Minimum Billing Increment:	One minute each station
4.35.4 Additional Billing Increment:	One minute each station
4.35.5 Per Minute Usage Charges:	

Time of Day	Per Station Charges	
	Per Minute Usage	Per Call Setup
12:00 AM Monday – 11:59 PM Friday	\$0.39	\$2.50
12:00 AM Saturday – 11:59 PM Sunday	\$0.24	\$2.50

4.35.6 Discounts:

Dollar Volume		Retroactive Discount
From	To	
\$0.00	\$499.99	0%
\$500.00	\$999.99	8%
\$1,000.00	\$1,499.99	10%
\$1,500.00	over	12%

4.35.7 Other:
Not applicable



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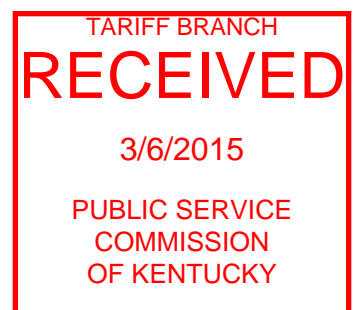
4.36 Operator Services The use of the Company's Operator Services allows Customer to select from the special call handling or billing arrangements specified below. Call, rates, charges, and applicable service charges will be assessed to the call originator, the called party's telephone number or a third party's telephone number based upon the call type (i.e., operator dialed, collect, third party billed, or customer dialed credit card billed, without the use of an operator's assistance) initiated by the call originator and the appropriate acknowledgment of other parties, where applicable.

4.36.1 Intrastate Usage Charges

A. Customer & Operator Dialed Calling Card; Operator Station Billed to Third Party; Person-to-Person/Other than Sent Paid Coin; and Real Time Rated Person-to-Person

Calls are billed in one (1) minute increments after an initial minimum call duration of one (1) minute. Partial minutes are rounded up to the next minute.

Mileage Range	Day		Evening		Night	
	First Minute	Add. Minute	First Minute	Add. Minute	First Minute	Add. Minute
1-10	\$0.6900	\$0.6900	\$0.6900	\$0.6900	\$0.6900	\$0.6900
11-16	\$0.6900	\$0.6900	\$0.6900	\$0.6900	\$0.6900	\$0.6900
17-22	\$0.6900	\$0.6900	\$0.6900	\$0.6900	\$0.6900	\$0.6900
23-30	\$0.6900	\$0.6900	\$0.6900	\$0.6900	\$0.6900	\$0.6900
31-55	\$0.6900	\$0.6900	\$0.6900	\$0.6900	\$0.6900	\$0.6900
56-85	\$0.6900	\$0.6900	\$0.6900	\$0.6900	\$0.6900	\$0.6900
86-124	\$0.6900	\$0.6900	\$0.6900	\$0.6900	\$0.6900	\$0.6900
Over 125	\$0.6900	\$0.6900	\$0.6900	\$0.6900	\$0.6900	\$0.6900



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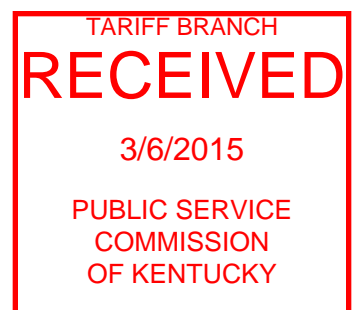
4.36 Operator Services (Cont'd.)

4.36.1 Intrastate Usage Charges (Cont'd.)

B. Operator Station/Person-to-Person Sent Paid Coin

Calls are billed in three (3) minute increments after an initial minimum call duration of three (3) minutes. Partial minutes are rounded up to the next minute.

Mileage Range	Day		Evening		Night	
	Initial Period	Add'l Period	Initial Period	Add'l Period	Initial Period	Add'l Period
1-10	\$2.1000	\$2.1000	\$2.1000	\$2.1000	\$2.1000	\$2.1000
11-16	\$2.1000	\$2.1000	\$2.1000	\$2.1000	\$2.1000	\$2.1000
17-22	\$2.1000	\$2.1000	\$2.1000	\$2.1000	\$2.1000	\$2.1000
23-30	\$2.1000	\$2.1000	\$2.1000	\$2.1000	\$2.1000	\$2.1000
31-55	\$2.1000	\$2.1000	\$2.1000	\$2.1000	\$2.1000	\$2.1000
56-85	\$2.1000	\$2.1000	\$2.1000	\$2.1000	\$2.1000	\$2.1000
86-124	\$2.1000	\$2.1000	\$2.1000	\$2.1000	\$2.1000	\$2.1000
Over 125	\$2.1000	\$2.1000	\$2.1000	\$2.1000	\$2.1000	\$2.1000



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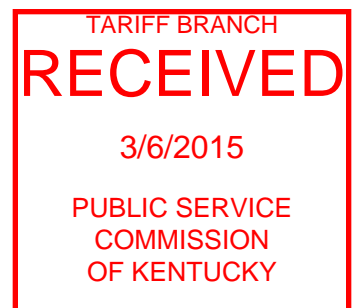
SECTION 4 - RATES AND CHARGES (CONT'D.)

4.36 Operator Services (Cont'd.)

4.36.2. Operator Charges:

The following shall be in addition to the usage charge described above and based on the Operator Service used:

Type of Service	Charge Per Call Intrastate
Customer Dialed Calling Card Station	
Customer Dialed, Automated	\$4.95
Customer Dialed and Operator Assisted	\$5.50
Customer Dialed and Operator Must Assist	\$4.95
Operator Dialed Calling Card Station	\$5.50
Person-to-Person	\$9.95
Operator Station	
Collect, Automated	\$3.95
Collect, Operator Assisted	\$5.50
Billed to Third Number, Automated	\$3.95
Billed to Third Number, Operator Assisted	\$6.50
Sent Paid Non-Coin, Automated	\$3.95
Sent Paid Non-Coin, Operator Assisted	\$5.50
Sent Paid Coin, Automated	\$1.95
Sent Paid Coin, Operator Assisted	\$1.95



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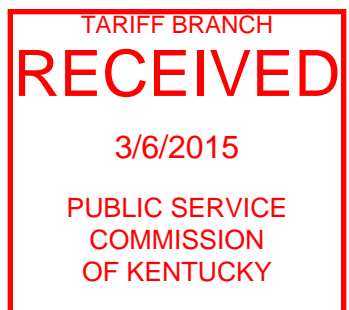
4.36 Operator Services (Cont'd.)

4.36.3 BTI Operator Assisted Service - Option 1

A. Per Minute Operator Service Charges

All calls are billed in one (1) minute increments after an initial minimum call duration of one (1) minute. Partial minutes are rounded up to the next minute.

Mileage Range	DAY		Evening		Night	
	First Minute	Add. Minute	First Minute	Add. Minute	First Minute	Add. Minute
All	\$0.3500	\$0.3500	\$0.3500	\$0.3500	\$0.3500	\$0.3500



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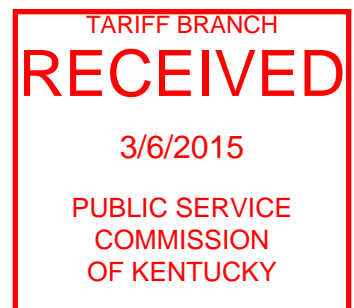
SECTION 4 - RATES AND CHARGES (CONT'D.)

4.36 Operator Services (Cont'd.)

4.36.3 BTI Operator Assisted Service - Option 1 (Cont'd.)

B. Per Call Service Charges

Type of Service	Charge Per Call Intrastate
Customer Dialed Calling Card Station	
Customer Dialed, Automated	\$0.95
Customer Dialed, Operator Assisted	\$2.45
Operator Dialed Calling Card Station	\$2.45
Person-to-Person	\$6.50
Operator Station	
Collect, Automated	\$2.45
Collect, Operator Assisted	\$3.60
Billed to Third Number, Automated	\$2.45
Billed to Third Number, Operator Assisted	\$3.60



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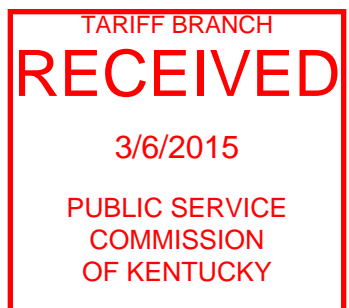
4.37 Home Plus is an outbound service primarily targeted to residential customers. Calls are billed on a postalized, peak/off-peak basis. Call timing is rounded up to the next whole minute increment following an initial increment of one minute. There is no monthly minimum usage requirement or monthly recurring charges.

4.37.1	Installation Charge:	Not applicable
4.37.2	Monthly Access:	\$0.00
4.37.3	Minimum Billing Increment:	one minute
4.37.4	Additional Billing Increment:	one minute
4.37.5	Per Minute Usage Charges:	

Mileage Range	Peak	Off-Peak
All Miles	\$0.2090	\$0.1430

4.37.6 Discounts:
Not applicable

4.37.7 Other:
Not applicable



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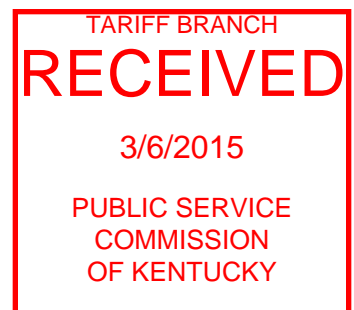
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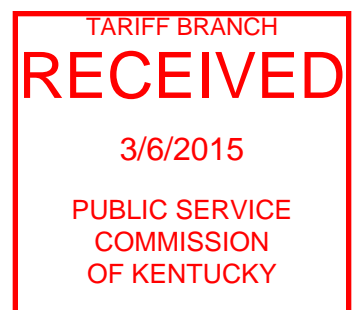
4.39 PhonePlus Telesales is a combined outbound and inbound service offered on a peak/off-peak, postalized rate basis. Calls are billed in six (6) second increments following an initial billing period of eighteen (18) seconds. Service is provided over standard local access lines.

- 4.39.1 Installation Charge: \$0.00
- 4.39.2 Monthly Access: \$0.00
- 4.39.3 Minimum Billing Increment: 18 seconds
- 4.39.4 Additional Billing Increment: 6 seconds
- 4.39.5 Per Minute Usage Charges:

Per Minute Usage Rates	Outbound/Inbound Rate per Minute	
	Peak	Off-Peak
Outbound	\$0.160	\$0.160
Inbound	\$0.160	\$0.160

4.39.6 Discounts: Not applicable

4.39.7 Other: Not applicable



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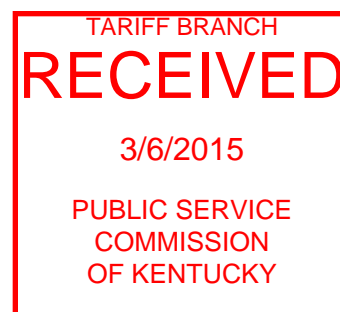
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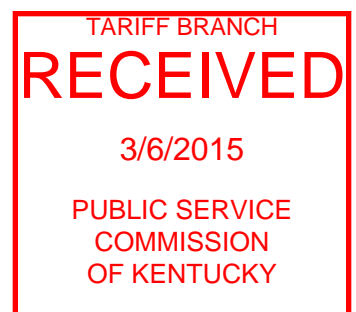
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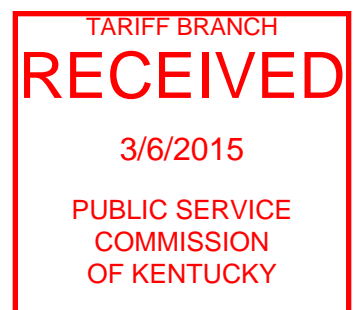
4.42 Home Plus 100 is an outbound service primarily targeted to residential Customers. Calls are billed on a postalized, peak/off-peak basis. Call timing is rounded up to the next whole minute increment following an initial increment of one minute. There is no monthly minimum usage requirement or monthly recurring charges. Customers receive a one-time bonus of the first one hundred (100) minutes of off-peak domestic usage (excluding directory assistance) for \$1.00. The following per minute rates apply to peak and off-peak thereafter.

- 4.42.1 Installation Charge: \$0.00
- 4.42.2 Monthly Access: \$0.00
- 4.42.3 Minimum Billing Increment: whole minute
- 4.42.4 Additional Billing Increment: whole minute
- 4.42.5 Per Minute Usage Charges:

Per Minute Usage Rates	Outbound Rate per Minute	
	Peak	Off-Peak
All miles	\$0.209	\$0.143

4.42.6 Discounts: Not applicable

4.42.7 Other: Not applicable



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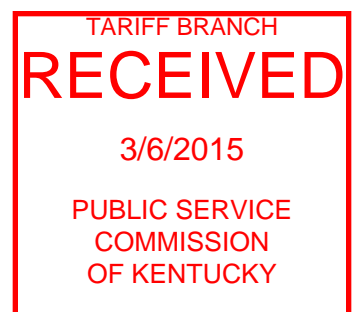
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4.43 [Reserved for Future Use]



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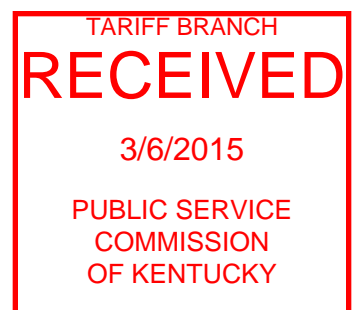
4.44 Home Plus Toll Free is an inbound service primarily targeted to residential Customers. Calls are billed on a postalized, peak/off-peak basis. Call timing is rounded up to the next whole minute increment following an initial increment of one minute. There are no minimum monthly volume commitments. The following recurring and per minute rates apply.

- 4.44.1 Installation Charge: \$0.00
- 4.44.2 Monthly Access: \$2.20
- 4.44.3 Minimum Billing Increment: whole minute
- 4.44.4 Additional Billing Increment: whole minute
- 4.44.5 Per Minute Usage Charges:

Per Minute Usage Rates	Outbound Rate per Minute	
	Peak	Off-Peak
All miles	\$0.209	\$0.143

4.44.6 Discounts: Not applicable

4.44.7 Other: Not applicable



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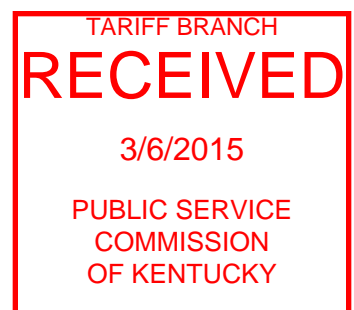
SECTION 4 - RATES AND CHARGES (CONT'D.)

4.45 Easy Answer (194)

Easy Answer is a bundled product offering that combines long distance with local service and Internet access. Customers must sign a one year term plan for this product.

4.45.1	Installation Charge:	Not Applicable
4.45.2	Monthly Access:	\$0.00
4.45.3	Minimum Billing Increment:	Eighteen (18) Seconds
4.45.4	Additional Billing Increment:	Six (6) Seconds
4.45.5	Per Minute Rate:	\$0.0924
4.45.6	Travel Card Service	

The rates and billing increments for travel card calls affiliated with this product will be those specified in Travel Card (995) in Section 4.75 of this tariff.



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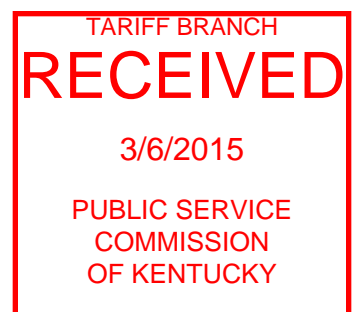
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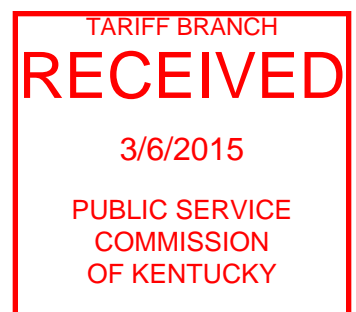
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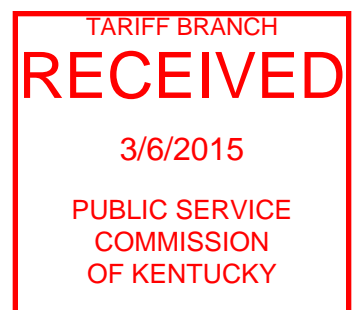
SECTION 4 - RATES AND CHARGES (CONT'D.)

4.48 Global Connections Promotion 1

Global Connections Promotion 1 is a service offering discounted intrastate rates for business Customers who presubscribe to the service on or before December 31, 1997. Calls are billed in six (6) second increments after an initial period, for billing purposes, of eighteen (18) seconds. Customers must sign a one (1) year term plan to be eligible for this promotion. Intrastate service is offered in conjunction with interstate service. There is an interstate monthly recurring charge associated with this product.

4.48.1 Per Minute Rates - One Year Term Plan:

1+ Outbound Service	\$0.1265
Inbound Toll Free	\$0.1265



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4.49 Travel Service Plus 159

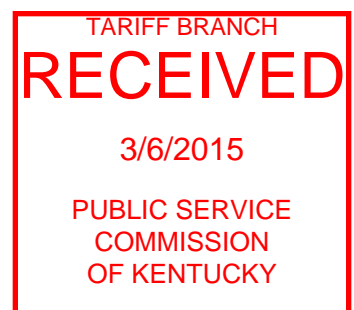
Travel Service Plus 159 allows Customers to initiate calls anywhere within Kentucky by using any touchtone telephone. It involves dialing an access number (local or 800), followed by the Customer's authorization code (Customer Identification Number), and then the called number. Calls are billed in six (6) second increments after an initial period, for billing purposes, of eighteen (18) seconds. Intrastate service is only offered in conjunction with interstate and international service. An interstate monthly recurring charge is associated with this product.

4.49.1 Per Minute Usage Charges:

Mileage Range	Day	Evening	Night
All Miles	\$0.2970	\$0.2970	\$0.2970

4.49.2 Per Call Initiation Charge:

\$0.00



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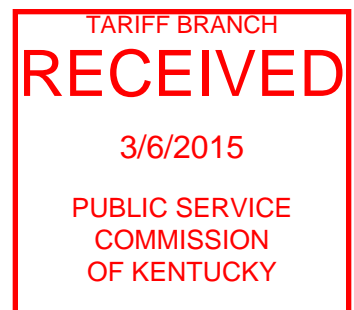
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4.51 Corporate Edge

Corporate Edge is a combined outbound and inbound service designed for business Customers. Business Customers are eligible for a discount based upon their monthly volume and the term plan selected. Customers must sign a one year or three year term plan for this service. Calls are billed in six (6) second increments after an initial period, for billing purposes, of eighteen (18) seconds. Intrastate service is offered as an add on to interstate service.

4.51.1 Per Minute Rates - One Year Term Plan:

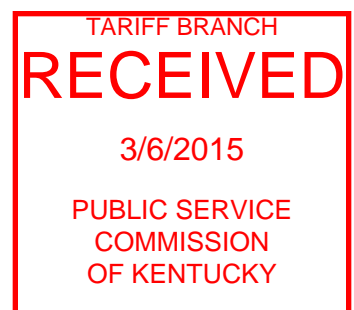
Monthly Volume	\$0.00 - \$500.00	\$501.00 - \$1,000.00	\$1,001.00 - \$1,500.00	\$1,501.00 +
Per Minute Rate	\$0.1089	\$0.1056	\$0.1035	\$0.1013

4.51.2 Per Minute Rates - Three Year Term Plan:

Monthly Volume	\$0.00 - \$500.00	\$501.00 - \$1,000.00	\$1,001.00 - \$1,500.00	\$1,501.00 +
Per Minute Rate	\$0.1056	\$0.1024	\$0.1002	\$0.0980

4.51.3 Termination Penalty

Termination penalty will be governed by contract.



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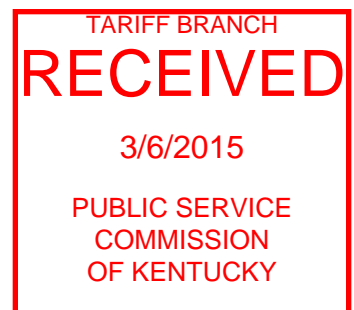
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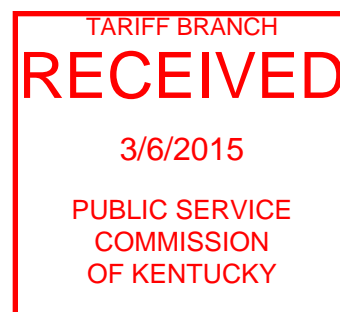
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4.54 Corporate Edge Dedicated

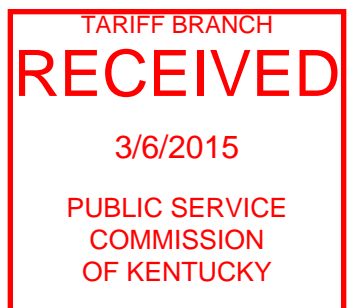
Corporate Edge Dedicated is a combined outbound and inbound service designed for Business Customers. Customers must sign a one year or three year term plan for this service. Calls are billed in six (6) second increments after an initial period, for billing purposes, of eighteen (18) seconds. Customers must enroll for the service by November 30, 1998.

4.54.1 Per Minute Rates - One Year Term Plan:

1+ Outbound Service	\$0.0814
Inbound Toll Free Service	\$0.0814

4.54.2 Per Minute Rates - Three Year Term Plan:

1+ Outbound Service	\$0.0781
Inbound Toll Free Service	\$0.0781



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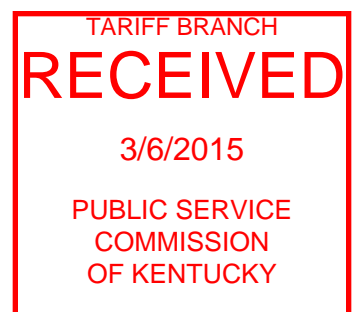
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4.55 BTI Purchasable Discount Plan

BTI's Purchasable Discount Plan allows the new Business Customer who subscribe to BTI Corporate Connections switched service the option to receive a 10% discount on all interstate and intrastate calls for a one time fee of one hundred (\$100.00) dollars, good for one year. The discount plan is only available to new switched customers and does not apply to international calls or other BTI services.

The Interstate monthly recurring fee associated with the Corporate Connection product still applies.



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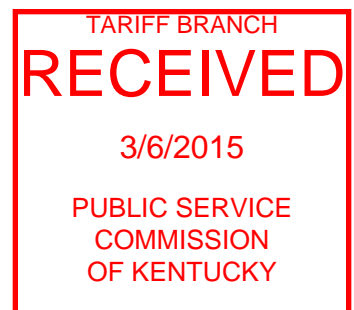
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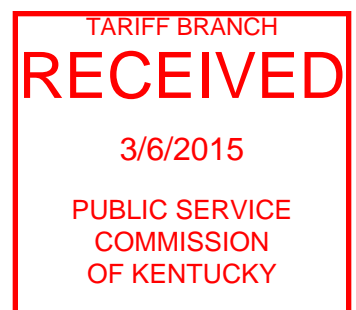
SECTION 4 - RATES AND CHARGES (CONT'D.)

4.57 Corporate Edge - PT1

Corporate Edge - PT1 is a combined outbound and inbound service for 1+ and toll free long distance service designed primarily for business Customers. Travel card rates are the standard Travel Service rates as defined in this Tariff. Customers are eligible for a discounted flat rate and must sign a one year term plan for this service. Calls are billed in six (6) second increments after an initial period, for billing purposes, of eighteen (18) seconds. Intrastate service is offered as an add on to interstate service.

4.57.1 Per Minute Rate

\$0.980



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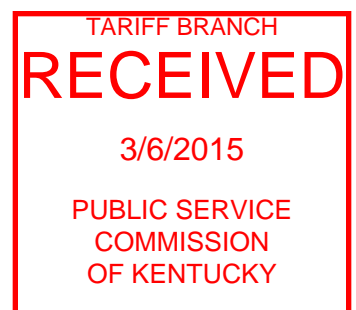
SECTION 4 - RATES AND CHARGES (CONT'D.)

4.58 Corporate Edge - PT2

Corporate Edge - PT2 is a combined outbound and inbound service for 1+ and toll free long distance service designed primarily for business Customers. Travel card rates are the standard Travel Service rates as defined in this Tariff. Customers are eligible for a discounted flat rate and must sign a one year term plan for this service. Calls are billed in six (6) second increments after an initial period, for billing purposes, of eighteen (18) seconds. Intrastate service is offered as an add on to interstate service.

4.58.1 Per Minute Rate

\$0.1002



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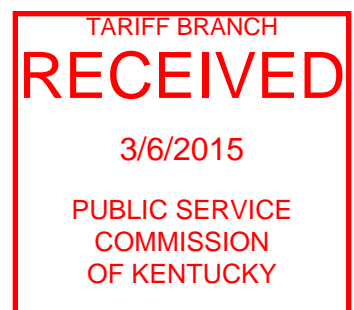
SECTION 4 - RATES AND CHARGES (CONT'D.)

4.59 Corporate Edge - PT3

Corporate Edge - PT3 is a combined outbound and inbound service for 1+ and toll free long distance service designed primarily for business Customers. Travel card rates are the standard Travel Service rates as defined in this Tariff. Customers are eligible for a discounted flat rate and must sign a one year term plan for this service. Calls are billed in six (6) second increments after an initial period, for billing purposes, of eighteen (18) seconds. Intrastate service is offered as an add on to interstate service.

4.59.1 Per Minute Rate

\$0.1024



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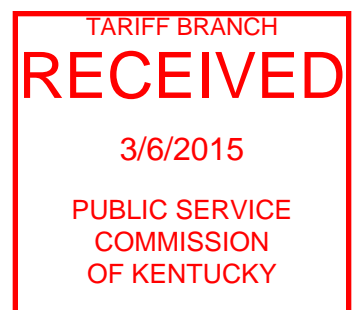
SECTION 4 - RATES AND CHARGES (CONT'D.)

4.60 BTI Operator Assisted Service - Option 1

4.60.1 Per Minute Operator Service Charges

All calls are billed in one (1) minute increments after an initial minimum call duration of one (1) minute. Partial minutes are rounded up to the next minute.

Mileage Range	DAY		Evening		Night	
	First Minute	Add. Minute	First Minute	Add. Minute	First Minute	Add. Minute
All	\$0.3500	\$0.3500	\$0.3500	\$0.3500	\$0.3500	\$0.3500



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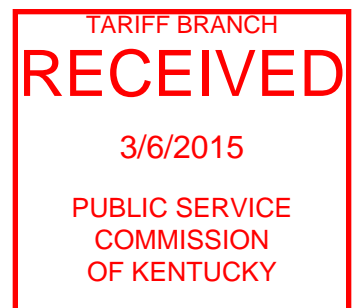
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SECTION 4 - RATES AND CHARGES (CONT'D.)

4.60 BTI Operator Assisted Service - Option 1 (Cont'd.)

4.60.2 Per Call Service Charges:

Type of Service	Charge Per Call
Customer Dialed Calling Card Station	
Customer Dialed, Automated	\$0.95
Customer Dialed, Operator Assisted	\$2.45
Customer Dialed, Operator Must Assist	\$0.95
Operator Dialed Calling Card Station	\$2.45
Operator Station	
Collect, Automated	\$2.45
Collect, Operator Assisted	\$3.60
Billed to a Third Party, Automated	\$2.45
Billed to a Third Party, Operator Assisted	\$3.60
Person-to-Person	
Automated	\$6.50
Operator Assisted	\$6.50
Public Payphone Surcharge	\$0.60



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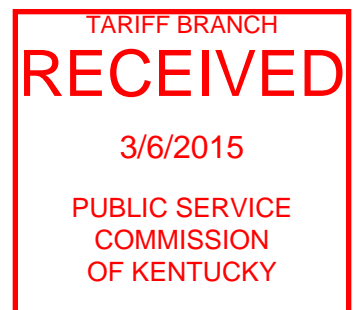
SECTION 4 - RATES AND CHARGES (CONT'D.)

4.61 BTI Operator Assisted Service - Option 2

4.61.1 Per Minute Operator Service Charges

All calls are billed in one (1) minute increments after an initial minimum call duration of one (1) minute. Partial minutes are rounded up to the next minute.

Mileage Range	DAY		Evening		Night	
	First Minute	Add. Minute	First Minute	Add. Minute	First Minute	Add. Minute
All	\$0.4000	\$0.4000	\$0.4000	\$0.4000	\$0.4000	\$0.4000



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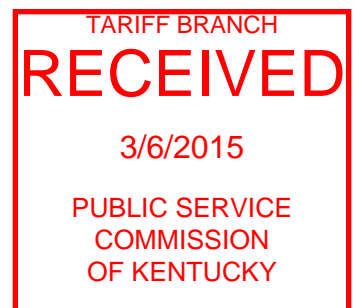
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SECTION 4 - RATES AND CHARGES (CONT'D.)

4.61 BTI Operator Assisted Service - Option 2 (Cont'd.)

4.61.2 Per Call Service Charges:

Type of Service	Charge Per Call
Customer Dialed Calling Card Station	
Customer Dialed, Automated	\$0.95
Customer Dialed, Operator Assisted	\$2.45
Customer Dialed, Operator Must Assist	\$0.95
Operator Dialed Calling Card Station	\$2.45
Operator Station	
Collect, Automated	\$2.45
Collect, Operator Assisted	\$3.60
Billed to a Third Party, Automated	\$2.45
Billed to a Third Party, Operator Assisted	\$3.60
Person-to-Person	
Automated	\$6.50
Operator Assisted	\$6.50
Public Payphone Surcharge	\$0.60



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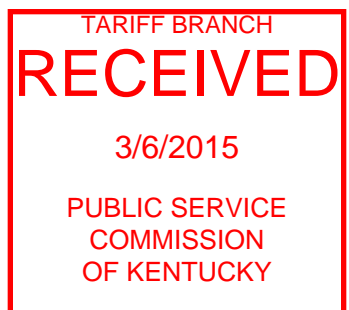
SECTION 4 - RATES AND CHARGES (CONT'D.)

4.62 BTI Operator Assisted Service - Option 3

4.62.1 Per Minute Operator Service Charges

All calls are billed in one (1) minute increments after an initial minimum call duration of one (1) minute. Partial minutes are rounded up to the next minute.

Mileage Range	DAY		Evening		Night	
	First Minute	Add. Minute	First Minute	Add. Minute	First Minute	Add. Minute
All	\$0.5600	\$0.5600	\$0.5600	\$0.5600	\$0.5600	\$0.5600



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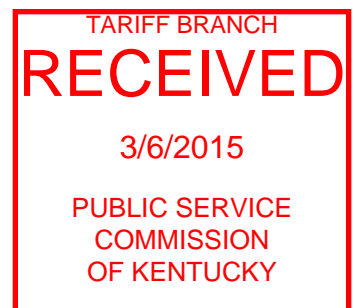
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SECTION 4 - RATES AND CHARGES (CONT'D.)

4.62 BTI Operator Assisted Service - Option 3 (Cont'd.)

4.62.2 Per Call Service Charges:

Type of Service	Charge Per Call
Customer Dialed Calling Card Station	
Customer Dialed, Automated	\$2.00
Customer Dialed, Operator Assisted	\$2.45
Customer Dialed, Operator Must Assist	\$0.95
Operator Dialed Calling Card Station	\$2.45
Operator Station	
Collect, Automated	\$4.00
Collect, Operator Assisted	\$5.60
Billed to a Third Party, Automated	\$6.00
Billed to a Third Party, Operator Assisted	\$6.00
Person-to-Person	
Automated	\$8.00
Operator Assisted	\$8.00
Public Payphone Surcharge	\$0.60



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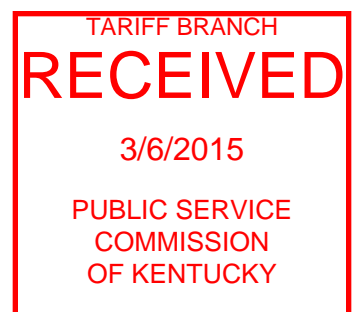
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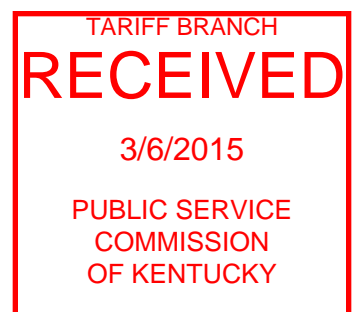
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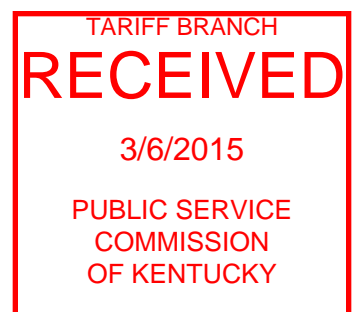
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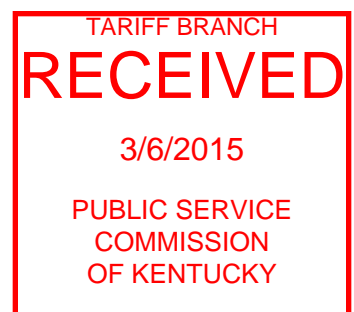
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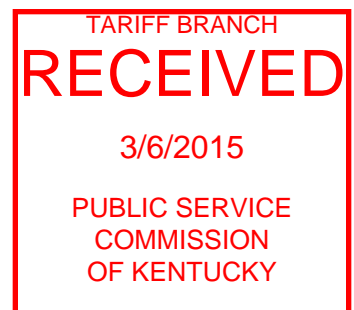
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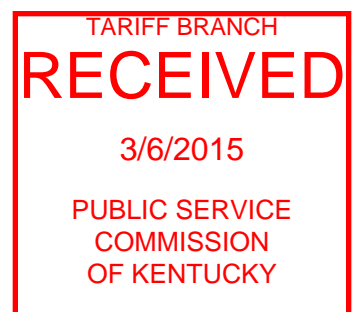
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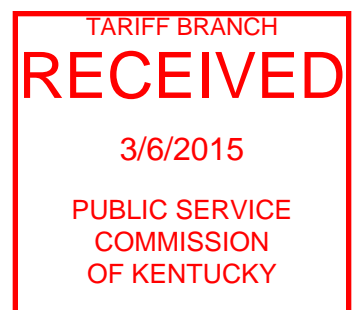
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4.69 BTI Switched Long Distance

BTI Switched Long Distance is a direct dialed outbound and inbound long distance service designed for Business Customers who subscribe to BTI's facilities based local exchange service. The Customer must have three or more lines and sign a one-year term agreement for this service. Calls are billed in six (6) second increments following an initial billing period of eighteen (18) seconds. Intrastate service is offered in conjunction with interstate service.

4.69.1 Per Period Usage Rates:

	Volume of Lines	Outbound Service	Toll Free Service
Switched Long Distance (531)	3+	\$0.083	\$0.083
Switched Long Distance (532)	11+	\$0.075	\$0.075



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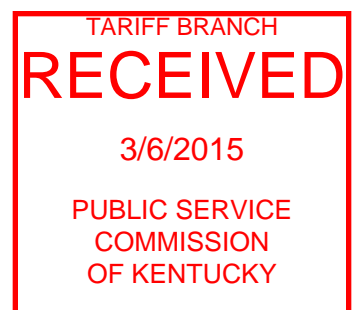
4.70 BTI Switched Stand Alone Long Distance

BTI Switched Stand Alone Long Distance is a direct dialed outbound and inbound long distance service designed for Business Customers. The product is marketed to new BTI Customers or current BTI Customers who will sign an agreement of longer duration or increase revenue. Customers must sign a one-year term agreement for this service and commit to a monthly long distance usage volume level as defined in the table below. Calls are billed in six (6) second increments following an initial billing period of eighteen (18) seconds. Intrastate service is offered in conjunction with interstate service.

4.70.1 Per Period Usage Rates:

	Monthly Volume*	Outbound Service	Toll Free Service
Switched Long Distance (221)	Any	\$0.109	\$0.109
Switched Long Distance (222)	\$300	\$0.083	\$0.083

* - Volume does not include any surcharges, taxes or other similar fees.



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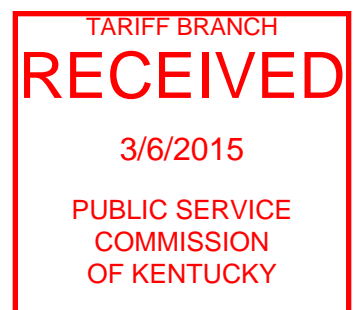
4.71 BTI Switched Off-Net Long Distance

BTI Switched Off-Net Long Distance is a direct dialed outbound and inbound long distance service designed for Business Customers whose origination or terminating traffic is not to a BTI long distance switch. Customers must sign a one-year term agreement for this service. Calls are billed in six (6) second increments following an initial billing period of eighteen (18) seconds. Intrastate service is offered in conjunction with interstate service.

4.71.1 Per Period Usage Rates:

	Monthly Volume*	Outbound Service	Toll Free Service
Switched off-net Long Distance (216)	Any	\$0.153	\$0.153

* - Volume does not include any surcharges, taxes or other similar fees.



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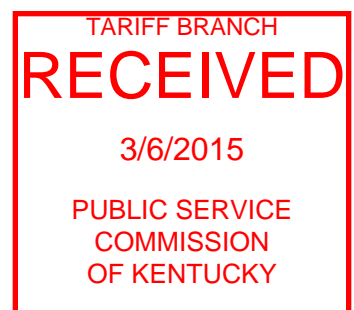
4.72 BTI Dedicated On-Net Long Distance

BTI Dedicated On-Net Long Distance is a direct dialed outbound and inbound long distance service designed for Business Customers whose origination or terminating traffic is to a BTI long distance switch. Customers must sign a one-year term agreement for this service and commit to a monthly long distance usage volume level as defined in the table below. Calls are billed in six (6) second increments following an initial billing period of eighteen (18) seconds. Intrastate service is offered in conjunction with interstate service.

4.72.1 Per Period Usage Rates:

	Monthly Volume*	Outbound Service	Toll Free Service
Dedicated on-net Long Distance (590)	Any	\$0.054	\$0.054
Dedicated on-net Long Distance (591)	\$1000	\$0.052	\$0.052

* - Volume does not include any surcharges, taxes or other similar fees.



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4.73 VoicePack

VoicePack Service is only offered to Customers that subscribe to the Company's VoicePack service as described in the applicable Local Exchange Tariff currently on file with the Commission. Customers subscribing to this bundled offering will be provided with 1,200 free minutes of combined interstate and intrastate long distance service. Calls over the 1,200 free minutes will be billed based upon the rate provided below.

All calls, even the free calls, will be rated on a six (6) seconds basis after an initial period, for billing purposes, of eighteen (18) seconds. Customers can utilize the free minutes in any combination of direct dialed outbound and inbound toll free services.

Per call surcharges, surcharges and taxes are not considered monthly usage and not to be considered part of the free usage offering.

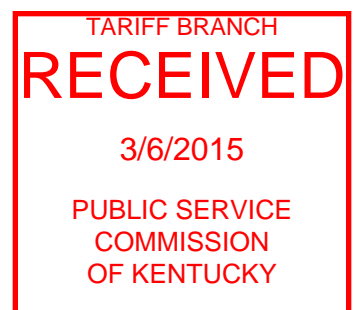
Customers will also be given 10 free toll free numbers associated with this service. Additional charges will apply for each additional toll free number ordered by the Customer.

4.73.1 Per minute rates

Per minute rates	\$0.0561
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4.73.2 Toll Free Service Charges

Initial 10 Toll Free Numbers	No Charge
Each Additional Toll Free Number	\$7.71



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4.74 VoicePack-VS

VoicePack-VS service is only offered to Customers that subscribe to VoicePack-VS or VoicePack-VS+ service as described in the applicable Local Exchange Tariff currently on file with the Commission. Customers subscribing to this bundled offering will be provided with 100 free minutes of combined interstate and intrastate long distance service per local exchange line purchased through this package. Calls over the 100 free minutes will be billed based upon the rate provided below. Customers must sign a minimum of a one-year contract for this service although additional terms are available also.

All calls, even the free calls, will be rated on a six (6) seconds basis after an initial period, for billing purposes, of thirty (30) seconds. Customers can utilize the free minutes in any combination of direct dialed outbound and inbound toll free services.

Per call surcharges, surcharges and taxes are not considered monthly usage and not to be considered part of the free usage offering.

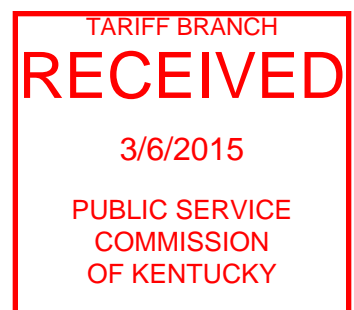
Customers will also be given 3 free toll free numbers associated with this service. Additional charges will apply for each additional toll free number ordered by the Customer.

4.74.1 Per Minute Rates

	Rate	Product Number
Per minute rates	\$0.0715	(314 – 319)

4.74.2 Toll Free Service Charges

	No Charge
Initial 10 Toll Free Numbers	
Each Additional Toll Free Number	\$7.71



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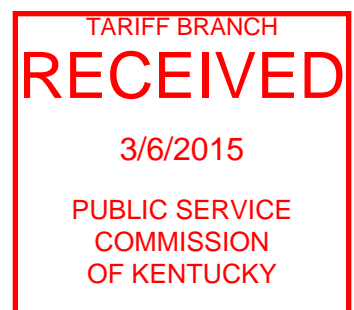
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SECTION 4 - RATES AND CHARGES (CONT'D.)

4.75 Travel Card Service (995)

Travel Card Service allows Customers to initiate calls anywhere within the State of Kentucky by using any touchtone telephone. It involves dialing a Toll Free access number, followed by the Customer's authorization code (Customer Identification Number), and then the called number.

4.75.1	Per Minute Rate:	\$0.1870
4.75.2	Per Call Surcharge:	\$0.00
4.75.3	Minimum Billing Increment	Thirty (30) Seconds
4.75.4	Additional Billing Increment	Six (6) Seconds



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SECTION 5 – GRANDFATHERED SERVICES

5.1 Smart Choice*

Smart Choice is a bundled local and long distance service offered to Business Customers throughout the Company's local service area. Smart Choice offers the Customer service through either switched or dedicated access lines. Customers must sign either a one year, two year or three year contract for this product.

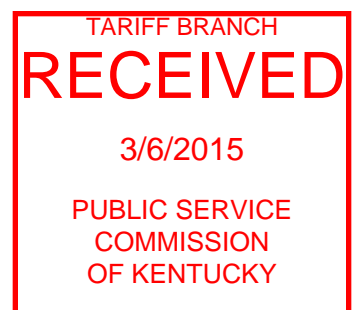
5.1.1	Installation Charge:	Not Applicable
5.1.2	Monthly Access:	\$0.00
5.1.3	Minimum Billing Increment:	Thirty (30) Seconds
5.1.4		Six (6) Seconds
5.1.5	Per Minute Rates:	

<u>Term Plan:</u>		Switched Rate	Dedicated Rate
One (1) Year Term	(195/595)	\$0.0913	\$0.0605
Two (2) Year Term	(196/596)	\$0.0825	\$0.0550
Three (3) Year Term	(197/597)	\$0.0836	\$0.0495

5.1.6 Travel Card Service

The rates and billing increments for travel card calls affiliated with this product will be those specified in Travel Card (995) in Section 4.75 of this tariff.

* - Grandfathered to existing Customers at existing locations.



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SECTION 5 – GRANDFATHERED SERVICES (CONT'D.)

5.2 PhonePlus Switched Access Service*

PhonePlus Switched Access Service is a combined outbound and inbound service offered on a peak/off-peak, postalized rate basis. Calls are billed in six (6) second increments following an initial billing period of thirty (30) seconds. Service is provided over standard local access lines. Per minute usage charges are based on monthly revenue commitments and annual term plans as set forth below. Intrastate, interstate, travel service and international service, both outbound and inbound, combine to satisfy the revenue commitment. Revenue commitment is calculated before term commitment.

- 5.2.1 Installation Charge: \$ 0.00
- 5.2.2 Monthly Access: \$16.98
- 5.2.3 Minimum Billing Increment: 30 seconds
- 5.2.4 Additional Billing Increment: 6 seconds
- 5.2.5 Per Minute Usage Charges:

Monthly Revenue Commitment	Outbound/Inbound Rate Per Minute	
	Peak	Off-Peak
\$0-\$1,000 (367)	\$0.1815	\$0.1815
\$1,001-\$5,000 (368)	\$0.1650	\$0.1650
\$5,001-over (369)	\$0.1595	\$0.1595

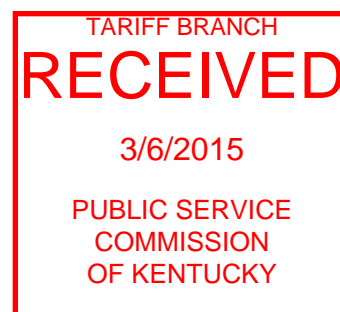
5.2.6 Discounts: (367, 368, 369)

Monthly Revenue Commitment	Term Discount		
	1 Year	2 Year	3 Year
\$100 - \$1,000	3%	6%	9%
\$1,001- \$5,000	3%	6%	9%
\$5,001 - over	3%	6%	9%

5.2.7 Other:

Customers will be billed the difference between the actual usage and the minimum revenue commitment if the minimum revenue commitment is not achieved on an annualized basis. Customers who cancel the service before the end of the term commitment will be billed \$100 multiplied by the number of months remaining on the term plan.

* - Grandfathered to existing Customers at existing locations.



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SECTION 5 – GRANDFATHERED SERVICES (CONT'D.)

5.3 PhonePlus Dedicated Access Service

PhonePlus Dedicated Access Service is a combined outbound and inbound service offered on a peak/off-peak, postalized rate basis. Calls are billed in six (6) second increments following an initial billing period of thirty (30) seconds. Service is provided over customer-provided dedicated access facilities. Per minute usage charges are based on monthly volume commitments and annual term plans as set forth below. Travel service and international service combines with outbound and inbound PhonePlus Service to satisfy the volume commitment. Volume commitment is calculated before term commitment.

- 5.3.1 Installation Charge: \$0.00
- 5.3.2 Monthly Access: \$0.00
- 5.3.3 Minimum Billing Increment: 30 seconds
- 5.3.4 Additional Billing Increment: 6 seconds
- 5.3.5 Per Minute Usage Charges:

Monthly Revenue Commitment	Outbound/Inbound Rate Per Minute	
	Peak	Off-Peak
\$1,000-\$10,000 (760)	\$0.1100	\$0.1100
\$10,000-over (761)	\$0.1045	\$0.1045

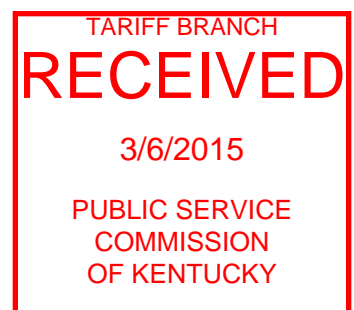
5.3.6 Discounts: (760, 761)

Monthly Revenue Commitment	Term Discount		
	1 Year	2 Year	3 Year
\$1,000-\$10,000	3%	6%	9%
\$10,000-over	3%	6%	9%

5.3.7 Other:

Customers will be billed the difference between the actual usage and the minimum volume commitment if the minimum volume commitment is not achieved on an annualized basis. Customers who cancel the service before the end of the term commitment will be billed the minimum monthly volume commitment for each month remaining on the term plan.

* - Grandfathered to existing Customers at existing locations.



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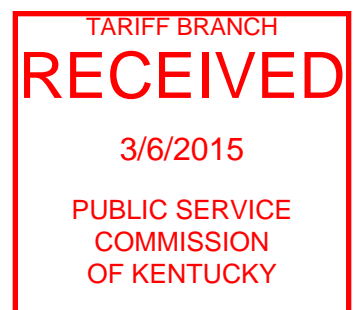
5.4 Business Connections Long Distance*

Business Connections Long Distance is a combined outbound and inbound service which originates/terminates over either switched or dedicated access lines. Nationwide flat rate pricing applies twenty-four hours per day, seven days per week. Calls are billed in six (6) second increments following an initial billing period of thirty (30) seconds. Customers must sign up for a minimum one-year term plan and the cancellation provisions found in Section 5.3.7 apply. Additional discounts are available for multi-year term plan agreements. Dedicated Access Customers are responsible for all dedicated or private facilities required to connect to the Company's network.

5.4.1	Installation Charge:	Not applicable
5.4.2	Monthly Access:	\$0.00
5.4.3	Minimum Billing Increment:	Thirty Seconds
5.4.4	Additional Billing Increment:	Six Seconds
5.4.5	Per Minute Usage Charges:	

ONE YEAR TERM MONTHLY COMMITMENT	RATE PER MINUTE	
	Switched Access (373)	Dedicated Access (773)
Less than \$5	\$0.172	\$0.153
\$5.00 - \$9.99	\$0.172	\$0.153
\$10.00 - \$14.99	\$0.172	\$0.153
\$15.00 - \$19.99	\$0.172	\$0.153
\$20.00 - \$24.99	\$0.172	\$0.153
\$25.00 - \$29.99	\$0.172	\$0.153
\$30.00 - \$34.99	\$0.172	\$0.153
\$35.00 - \$39.99	\$0.172	\$0.153
\$40.00 - \$44.99	\$0.172	\$0.153
\$45.00 - \$49.99	\$0.172	\$0.153
\$50.00 - \$54.99	\$0.172	\$0.153
\$55.00 +	\$0.172	\$0.153

* - Grandfathered to existing Customers at existing locations.



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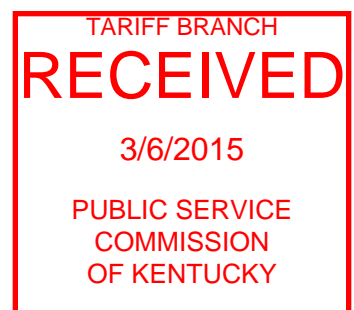
5.4 Business Connections Long Distance* (Cont'd.)

5.4.5 Per Minute Usage Charges (Cont'd.)

TWO YEAR TERM MONTHLY COMMITMENT	RATE PER MINUTE	
	Switched Access (374)	Dedicated Access (774)
Less than \$5	\$0.204	\$0.149
\$5.00 - \$9.99	\$0.204	\$0.149
\$10.00 - \$14.99	\$0.204	\$0.149
\$15.00 - \$19.99	\$0.204	\$0.149
\$20.00 - \$24.99	\$0.204	\$0.149
\$25.00 - \$29.99	\$0.204	\$0.149
\$30.00 - \$34.99	\$0.204	\$0.149
\$35.00 - \$39.99	\$0.204	\$0.149
\$40.00 - \$44.99	\$0.204	\$0.149
\$45.00 - \$49.99	\$0.204	\$0.149
\$50.00 - \$54.99	\$0.204	\$0.149
\$55.00 +	\$0.204	\$0.149

THREE YEAR TERM MONTHLY COMMITMENT	RATE PER MINUTE	
	Switched Access (375)	Dedicated Access (775)
Less than \$5	\$0.198	\$0.143
\$5.00 - \$9.99	\$0.198	\$0.143
\$10.00 - \$14.99	\$0.198	\$0.143
\$15.00 - \$19.99	\$0.198	\$0.143
\$20.00 - \$24.99	\$0.198	\$0.143
\$25.00 - \$29.99	\$0.198	\$0.143
\$30.00 - \$34.99	\$0.198	\$0.143
\$35.00 - \$39.99	\$0.198	\$0.143
\$40.00 - \$44.99	\$0.198	\$0.143
\$45.00 - \$49.99	\$0.198	\$0.143
\$50.00 - \$54.99	\$0.198	\$0.143
\$55.00 +	\$0.198	\$0.143

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5.4 Business Connections Long Distance* (Cont'd.)

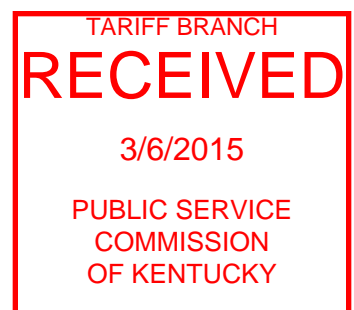
5.4.6 Discounts:

Family Values Discount - Family Values Discount Program is available to Customers of Business Connections Long Distance. Customers enroll in the program by offering the Company's Home Plus long distance service to the Customer's employees. The Customer receives a credit on the Business Connection invoice equivalent to 5% of the total aggregate usage of the employees. Sign up forms for both the Customer and the employees must be completed and returned to the Company.

5.4.7 Other:

The Monthly Commitment shown in the Term Tables as provided in Section 5.3.5 above is the amount the Customer agrees to at the time of signing the term plan. The Customer will be given the chance to sign a new term commitment plan at a higher or lower monthly commitment level at expiration of the term plan.

* - Grandfathered to existing Customers at existing locations.



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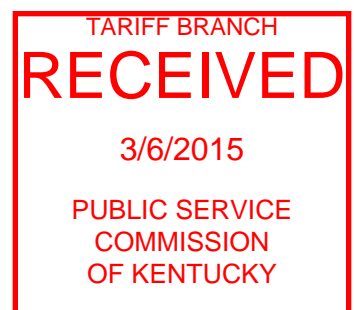
5.5 Corporate Connections 275* (275)

Corporate Connections 275 is a combined outbound and inbound service designed for business Customers. Calls are billed in six (6) second increments after an initial period, for billing purposes, of thirty (30) seconds. There is an interstate monthly recurring charge associated with this product. Customers must sign a one year term plan for this product.

5.5.1 Per Minute Rate

1+ Outbound Service:	\$0.1092
Inbound Toll Free Service:	\$0.1092

* - Grandfathered to existing Customers at existing locations.



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5.6 Corporate Connections*

Corporate Connections is a combined outbound and inbound service designed for business Customers that subscribe to EarthLink Business service within the eligibility period specified below. Calls are billed in six (6) second increments after an initial period, for billing purposes, of thirty (30) seconds. There is an interstate monthly recurring charge associated with this product. Customers must sign a one year or three year term plan for this product. Three year term plan customers also must commit to \$500 in monthly volume to be eligible for the reduced rate.

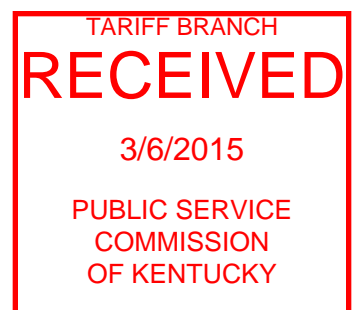
5.6.1 Per Minute Rates - One Year Term Plan:

	Outbound Services	Toll-free Services
Switched Service (165)	\$0.1441	\$0.1441
Dedicated Service (765)	\$0.1023	\$0.1023

5.6.2 Per Minute Rates - Three Year Term Plan:

	Outbound Services	Toll-free Services
Switched Service (166)	\$0.1166	\$0.1166
Dedicated Service (766)	\$0.0825	\$0.0825

* - Grandfathered to existing Customers at existing locations.



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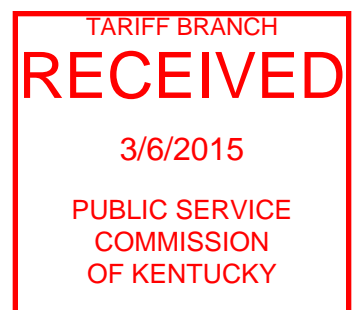
5.7 International Heritage* (186)

International Heritage is a flat rate combined outbound and inbound toll free service offered to Customers. Calls are billed in six (6) second increments after an initial period, for billing purposes, of thirty (30) seconds. This service is only offered with interstate service.

5.7.1 Per Minute Rates

1+ Outbound Service:	\$0.1423
Inbound Toll Free Service:	\$0.1423

* - Grandfathered to existing Customers at existing locations.



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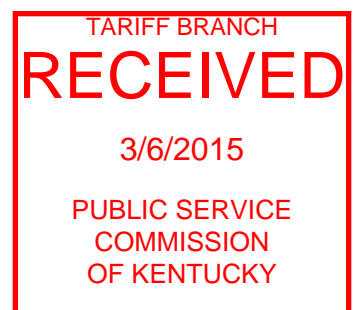
5.8 Corporate Connections 272* (272)

Corporate Connections 272 is a combined outbound and inbound service designed for business Customers. Calls are billed in six (6) second increments after an initial period, for billing purposes, of thirty (30) seconds. There is an interstate monthly recurring charge associated with this product. Customers must sign a one year term plan for this product. Standard monthly fees for toll free service still apply.

5.8.1 Per Minute Rate:

1+ Outbound Service:	\$0.1423
Inbound Toll Free Service:	\$0.1423

* - Grandfathered to existing Customers at existing locations.



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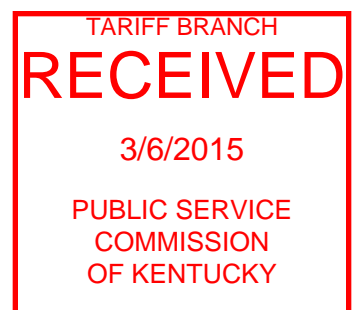
5.9 Corporate Direct* (279)

Corporate Direct is a combined outbound and inbound service designed for business Customers. Calls are billed in six (6) second increments after an initial period, for billing purposes, of thirty (30) seconds. There is an interstate monthly recurring charge associated with this product. Customers must sign a one year term plan for this product. Standard monthly fees for toll free service still apply.

5.9.1 Per Minute Rate

1+ Outbound Service:	\$0.1340
Inbound Toll Free Service:	\$0.1340

* - Grandfathered to existing Customers at existing locations.



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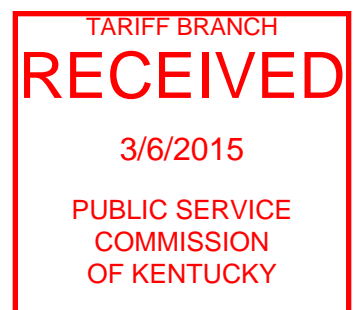
5.10 Millennium Service* (171)

Millennium Service is a combined outbound and inbound switched service designed exclusively for new Business Customers in which the majority of their long distance traffic is interstate. Calls are billed in six (6) second increments after an initial period, for billing purposes, of thirty (30) seconds. Customers must sign a one year term plan for this product. Intrastate service is offered in conjunction with interstate service. There is a monthly recurring charge associated with this promotion.

5.10.1 Per Minute Rate

1+ Outbound Service	\$0.1606
Inbound Toll Free	\$0.1606

* - Grandfathered to existing Customers at existing locations.



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5.11 Bundled Corporate Connections* (575)

Bundled Corporate Connections is a bundled product offering that combines local and long distance service for business Customers. Calls are billed in six (6) second increments after an initial period for billing purposes of thirty (30) seconds. There is a monthly recurring charge associated with this product. Customers must sign a one year term plan for this product. Interstate monthly charges apply for toll-free services.

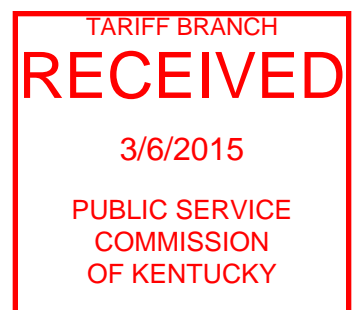
5.11.1 Per Minute Rate - One Year Term Plan (575)

Direct Dialed Outbound Service:	\$0.1375
Toll-free Inbound Service:	\$0.1375

5.11.2 Per Minute Rate – Three Year Term Plan (576)

Direct Dialed Outbound Service	\$0.1375
Toll-free Inbound Service	\$0.1375

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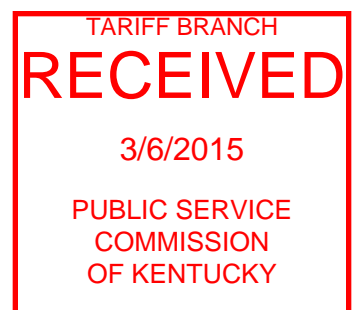
5.12 Final Answer*

Final Answer is a bundled product offering that combines long distance with local service and Internet access. Customers must sign a one year term plan for this product. Interstate monthly charges apply for toll-free services.

5.12.1	Installation Charge:	Not Applicable
5.12.2	Monthly Access:	\$0.00
5.12.3	Minimum Billing Increment:	Thirty (30) Seconds
5.12.4	Additional Billing Increment:	Six (6) Seconds
5.12.5	Per Minute Rates:	\$0.1034
5.12.6	Travel Card Service	

The rates and billing increments for travel card calls affiliated with this product will be those specified in Travel Card (995) in Section 4.75 of this tariff.

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5.13 Bottom Line*

Bottom Line is a bundled product offering that combines outbound and inbound service with paging designed for business Customers. All calls are billed in six (6) second increments after an initial period, for billing purposes, of thirty (30) seconds. Customers must sign a term plan for this product and agree to a minimum monthly usage level of \$100. Actual usage under \$100 will be billed at the monthly minimum level. Interstate monthly charges apply for toll-free services.

5.13.1 One Year Term Plan

	Outbound Services	Toll-free Services
A. Switched Service (370)	\$0.1639	\$0.1639
B. Dedicated Service (770)	\$0.0979	\$0.0979

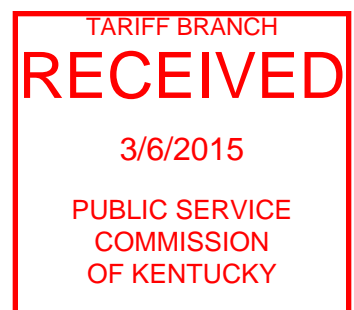
5.13.2 Two Year Term Plan

	Outbound Services	Toll-free Services
A. Switched Service (371)	\$0.1595	\$0.1595
B. Dedicated Service (771)	\$0.0935	\$0.0935

5.13.3 Three Year Term Plan

	Outbound Services	Toll-free Services
A. Switched Service (372)	\$0.1540	\$0.1540
B. Dedicated Service (772)	\$0.0869	\$0.0869

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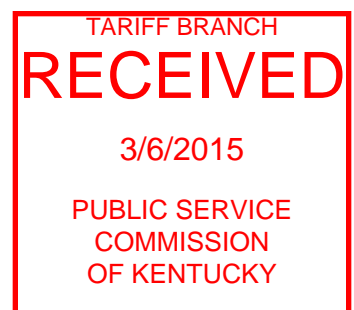
SECTION 5 – GRANDFATHERED SERVICES (CONT'D.)

5.14 First Choice*

First Choice is an outbound switched long distance service offered to Business Customers for use from switched access lines. This service is only offered within areas of Kentucky that the Company provides local service.

5.14.1	Installation Charge:	Not Applicable
5.14.2	Monthly Access:	\$0.00
5.14.3	Minimum Billing Increment:	Thirty (30) Seconds
5.14.4		Six (6) Seconds
5.14.5	Per Minute Rates:	
	1+ Outbound Services	
	One (1) Year Term	(198) \$0.0825
	Two (2) Year Term	(199) \$0.0748

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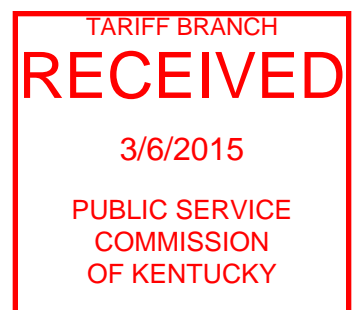
5.15 PN 5xx Service*

PN 5xx Service is a bundled product offering that combines local and long distance service for business Customers. Long distance calls are billed in six (6) second increments after an initial period, for billing purposes, of thirty (30) seconds. There is a monthly recurring charge associated with this product. Customers must sign a one year term plan for this product. Interstate monthly charges apply for toll-free services.

5.15.1 Per Minute Rate

A.	One Year Term Plan (511) Switched Services	\$0.1040
B.	Two Year Term Plan (512) Switched Services	\$0.0950
C.	Three Year Term Plan (513) Switched Services	\$0.0800

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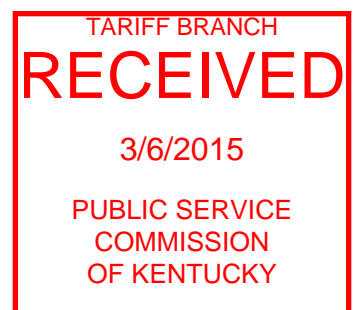
5.16 Making Time* (170)

Making Time is a bundled product offering that combines long distance service with one of the following services: local, Internet access and paging. Calls are billed in six (6) second increments after an initial period, for billing purposes, of thirty (30) seconds. Customers must sign a one year term plan for this product. Interstate monthly charges apply for toll-free services.

5.16.1 Per Minute Rate

Direct Dialed Outbound Service	\$0.1375
Toll-free Inbound Service	\$0.1375

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SECTION 6 – MISCELLANEOUS SERVICES

6.1 Service Order Charge

Absent a promotional offering, service implementation charges will apply to new service orders or to orders to change existing service.

Service Order Charge

Non Recurring Charge
\$0.00

6.2 Special Bill Handling Fee

A \$25 special bill handling fee, plus the cost of labor and materials in excess thereof, will apply to customers who request special bill handling outside of the included monthly remittance available today.

